Charity number: 256756 Company number: 00936870

Warrior Preservation Trust Limited (A company limited by guarantee)

Trustees' report and Consolidated financial statements

for the year ended 31 March 2019



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Legal and administrative information

Charity number

256756

Company registration number 00936870

Registered office

H M Naval Base PP66

Portsmouth

Hampshire PO13NH

Director General and

Accounting Officer

Professor Dominic Tweddle

Trustees

Mr Michael Bedingfield

Mrs Donna Jones (Portsmouth City Council Appointed Councillor)

Rear Admiral Neil Latham (Resigned 3 January 2019) Professor Isobel Pollock-Hulf (Resigned 31 August 2018)

Mr James Priory (Resigned 3 January 2019)

Professor Dominic Tweddle

Accountants

Compass Accountants Limited

Venture House, The Tanneries, East Street, Titchfield, Hampshire PO14 4AR

Auditors

PKF Littlejohn LLP

1 Westferry Circus, Canary Wharf, London, E14 4HD

Bankers

Natwest Bank Plc

130 Commercial Road, Portsmouth, Hampshire PO1 1ES

Trustees' annual report (incorporating the directors' report) and Strategic report

Foreword

The charitable objectives of the Warrior Preservation Trust Limited [the company], as defined in the Articles of Association, are

a) The object of the Charity is the preservation of HMS Warrior 1860 and her presentation as a working frigate for the education and benefit of the public.

Performance Report

Overview

The Warrior Preservation Trust Limited [the company] was established on the 9 July 1968 and on the 1 April 2017 became a wholly owned subsidiary of the National Museum of the Royal Navy [the National Museum].

The National Museum also includes: the Fleet Air Arm Museum; the Royal Navy Submarine Museum with HMS Alliance; Explosion, the Museum of Naval Firepower; the Royal Marines Museum; HMS Victory; HMS M33; HMS Caroline; and the National Museum of the Royal Navy Hartlepool where HMS Trincomalee is located.

The National Museum's strategy sets out to increase the scale, scope, reach and resilience of the museum with a vision to become the world's most inspiring Naval Museum. The National Museum is one of the few headquartered outside London, acquiring key sites also outside the capital, enabling people to learn, enjoy and engage with the story of the Royal Navy, and its impact in shaping the modern world.

On the 1 July 2017, the Warrior Preservation Trust Limited transferred all of its operational activities to NMRN Operations (charity number: 1169061), a wholly owned subsidiary of the National Museum of the Royal Navy. The Warrior Preservation Trust Limited is now fully integrated within the National Museum of the Royal Navy and has realised the benefits of operation of HMS Warrior within a large organisation, improving visitor experience, safeguarding and enhancing access to the collections and providing greater cohesion in the delivery of the charitable objectives.

Activities and Achievements

Conservation

Following the Trust's merger with the National Museum of the Royal Navy in 2017, efforts in the reporting period have focussed on addressing the most pressing threats to the ship's users and fabric.

Following the 2017 survey of the ship's rig, during which the need for an intensive period of extensive maintenance aloft was identified, the National Museum's rigging team has undertaken repairs across all masts and the bowsprit. In particular, the mizzen topmast has been secured with additional security measures, whilst all masts have been subject to rig-tensioning and works to address chafe aloft. A rolling programme of block refurbishment is presently underway, whilst material has been procured, and measurements taken, to allow the replacement of stays next year.

The mooring systems has been physically surveyed, and a procurement exercise undertaken to appoint a contractor to assess the ability of the ship's structure to resist the loads imposed by the cable arrangement.

In August 2018, work began to replace heavily decayed coamings to hatches 3 and 4. This work was experimental in nature given the imperfect understanding of what would be discovered when the decayed timber was removed, and the process in total required six months to complete. Emphasis was given to eliminating areas where water might pool, leading to breakdown of coatings and rot, with performance of the new construction methods proving successful to date.

In the course of the Heritage Lottery Funded works to the bulwarks, the poor condition of the transom cladding was identified as a conservation priority. This work has required the erection of a large scaffold structure, taking two weeks, before work could begin in late-November 2018. Timber decay and corrosion of the iron plating has, to date, proven to be far worse than had been anticipated, whilst the decorative carved work has been found to be badly decayed. It had been intended that conservation works should take six months, but the material state of the ship suggests that twelve months will be required for the works. Survey results suggest that the condition of the cladding at the head of the ship is in a similar state of decay.

The ship's electrical installation has been surveyed in order to secure the required Electrical Condition Report. Unfortunately, a number of significant defects have been identified in the electrical system. Those that can be addressed have been, but there remains a number of shortcomings, due largely to the age of the installation, that can be addressed only by the total replacement of all on board electrical systems. The Trust has taken all appropriate steps to reduce the risk posed by the poor state of the electrical installation.

Public Engagement

In the course of the reporting period, HMS Warrior welcomed 154,519 visitors, who continued to rate their experience of the ship highly. In particular, Warrior saw 55 school workshops deliver learning outcomes for 1655 participants, whilst a further 4566 participants, largely families, engaged in informal learning activities.

HLF Project - revealing the secrets of shipwrights and sailors

The work to replace the ship's bulwarks achieved practical completion on 3 September 2018. The project has achieved the key aim of eliminating water ingress and damage to the ship's structure.

A revised interpretation strategy was accepted by the Board in April 2018. A new plan for the ship's interpretation, which sees the ship displayed as she appeared whilst taking part in the 1863 Channel Squadron round-Britain cruise, was been developed and a contractor appointed to deliver the new scheme under a Design and Build Contract. The final six months of the financial year have been given over to detailed research to support the restoration and display of new areas on board the ship and to better understand the stories of the members of the ship's company who served on board in 1863. Access to the new spaces on board, together with the delivery of the new interpretation went live in May 2019.

Plans for Future Periods

The condition of the ship's electrical systems is such that replacement is urgently required. This exercise has been provisionally costed at £650k. The Trust is now working to identify the most appropriate route for funding this work.

Repairs to the transom galleries are expected to continue through spring-summer, completing in October 2019, following which it is intended that work will move to addressing the heavily decayed coamings of hatch 7. It is intended that the figurehead and head timbers should be subject to conservation work in the year ahead, funds permitting.

The poor condition of the mizzen topgallant requires that the mizzen mast be struck to the level of the lower mast, and this work will be undertaken in September 2019, following which new trestle trees, tops and half-moons will be manufactured, in addition to full replacement of the rigging. It is anticipated that the mizzen mast will be fully reinstated in 2020-21.

The bowsprit, which in many ways is the foundation to the strength of the whole rig, will be subject to overhaul across summer 2019. In particular the three timber yards of the bowsprit are decayed and need replacement, along with much of the rigging.

The pressing need for funds to address the electrical installation and rigging defects means that the dry-docking of the ship has again been deferred. Detailed planning for the docking period will begin in the second half of 2019-20.

Following the transfer of operations NMRN Operations on 1 July 2017, the Warrior Preservation Trust Limited is seeking the Ministry of Defences' consent to transfer the ship and its related assets to a yet to be formed charitable trust with National Museum of the Royal Navy as the sole corporate trustee. Following this transfer, a voluntary application will be made to strike off the Company and deregister it from the Register of Charities.

Financial Review

Statement of Financial Activities for the Year Ended 31 March 2019

Total incoming resources for the company in 2018-19 amounted to £666 (2017-18: £883,918). This inflow relates to voluntary donations.

Total resources expended for 2018-19 amounted to £28,146 (2017-18: £1,172,968). This primarily relates to levies relating to dockyard access rights and foreshore rent and to governance costs. The net movement in funds for the year was a decrease of £27,480.

Balance sheet

The net assets as at 31 March 2019 amounted to £26,550,481 (31 March 2018: £26,577,861).

Reserves

The Trustees regularly monitor the levels of the company's reserves. The Trust retains a 'free reserve' in accordance with Group policy and defined as the amounts shown as Net Current Assets in the accounts and which are attributable to Unrestricted Funds. The Group policy is that there is no requirement to accumulate free reserves within the subsidiary charities and trusts and that any reserves held will be appropriately used, as approved by the Board, for the furtherance of the Trust's charitable objects.

As at 31 March 2019, the level of the company's free reserves (defined as net current assets attributable to unrestricted reserves) stood at £147,852. The company's purpose is solely to hold the heritage assets and reserves of the Warrior Preservation Trust which it will grant to NMRN Operations as and when required until they are expended or a nominal sum remains. Future reserves will be held within NMRN Operations. The ongoing operating costs are undertaken under an operator agreement by a separate group company, NMRN Operations, therefore the Trustees are content that the going concern basis continues to apply and that the free reserves are at an appropriate level.

Investment Policy

The company does not invest as a strategic means of raising income and ensures that cash and short term investments are with major financial institutions and therefore the Museum is not exposed to significant credit risks.

Auditors

The accounts have been audited by PKF Littlejohn LLP. So far as the Trustees and Accounting Officer are aware, there is no relevant audit information of which the company's auditors are unaware. Trustees have taken all the steps necessary to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Small company provisions

This report has been prepared in accordance with the small companies' regime under the Companies Act 2006.

Approved by the Board and signed on its behalf by

Mr Michael Bedingfield

Chairman on Behalf of the Board of Trustees

Date: 2/12/19

Professor Dominic Tweddle

Director General and Accounting Officer

Date: 2/17/14

Accountability Report

This report sets out the arrangements for the governance of the Warrior Preservation Trust Limited, including the Board structure for Trustees. The Trustees, who are also the directors of Warrior Preservation Trust Limited [the company] for the purposes of company law and who served during the year and up to the date of this report are set out on page 3.

The Trustees have due regard to guidance issued by the Charity Commission on public benefit and in its charitable objects.

This report demonstrates how the system of governance and internal control is maintained within the Warrior Preservation Trust Limited and how the major risks to which the charity is exposed, as identified by Trustees, have been reviewed and systems have been established to mitigate those risks.

The Governance Framework

Warrior Preservation Trust Limited is a company limited by guarantee (company number: 00936870) and a charity registered with the Charity Commission (registration number: 256756). It is governed by its Memorandum and Articles of Association dated 9 July 1968, which incorporates its charitable objects, the powers of the company and provides for the appointment and reappointment of Directors.

The Trustees ensure the distinct legal responsibilities and charitable objectives of the company are fulfilled within an overall policy and strategy framework. The day-to-day operation of the company within that framework is delegated to the Director General and Accounting Officer and to the Executive Directors.

A formal induction process for Trustees is in place which combines all the necessary background reading material including items such as the Articles of Association, copies of minutes of recent meetings, a copy of the Charity Commission publication, "The Essential Trustee: what you need to know", a copy of the National Museum's strategy, the company's corporate plan and a copy of the Museum Association publication, "Code of Ethics for Trustees" with a day visit to the National Museum to meet key members of staff and to discuss current issues. Recent appointees continue to confirm their satisfaction with this process.

The Board of Trustees meets periodically through the year to set the long-term strategic objectives of the charity, agree the priorities and review performance against previous objectives set. The Board undertakes a periodic review of its membership and skills set and new appointments made on the basis of what skills Trustees believe the Board is lacking or believe are needed to tackle specific issues.

Register of Interests

A register of Trustees' and Executives' interests is maintained, requiring declaration of any interest, pecuniary or otherwise, in any matter being considered by the Board.

Personal data loss

The company has not identified any personal data related incidents during 2018-19. An incident is defined as a loss, unauthorised disclosure or insecure disposal. Protected personal data is information which links an identifiable living person with information about them which, if released would put the individual at significant risk of harm or distress; the definition includes sources of information that because of the nature of the individuals or the nature, sources or extent of the information, is treated as protected personal data by the company.

System of internal control

The system of internal control is designed to manage risk to a reasonable level rather than to eliminate all risk of failure to achieve policies, aims and objectives. It can therefore only provide reasonable and not absolute assurance of effectiveness. The system of internal control is based on an ongoing process designed to identify and prioritise the risks to the achievement of the charity's policies, aims and objectives, to evaluate the likelihood of those risks being realised and the impact should they be realised, and to manage them efficiently, effectively and economically.

The review of the effectiveness of the system of internal controls is exercised through the National Museum of the Royal Navy's Audit and Governance Committee. This Committee is chaired by a Trustee of the National Museum's Board of Trustees and draws expertise from other Trustees and committee members, with the executive in attendance as required. The Committee also has access to the independent accountants and external auditors engaged for all companies within the Group, providing review and oversight of the financial control systems and the creation of company and consolidated group accounts.

Risk Management

The charity's risk register and the responses to risk are managed by the Director General and overseen by the National Museum's Audit and Governance Committee as well as the charity's Board. In addition, the charity has a system of internal review and checks which link to plans and risks.

The principal risks faced by the charity centre around identification of and ability to secure future investment streams to support the maintenance and conservation of HMS Warrior.

Statement of Trustees' and Accounting Officer's responsibilities for the year ended 31st March 2019

The Board of Trustees (who are also directors of the Warrior Preservation Trust Limited for the purposes of company law) and the Accounting Officer are responsible for preparing the Trustees' Annual Report (including the Strategic Report) and the financial statements in accordance with the requirements of Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (Charities SORP FRS102) (effective 1 January 2015), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) and the Companies Act 2006.

Company law requires the Trustees to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing these financial statements, the Trustees are required to:

- Select suitable accounting policies and then apply them consistently;
- Observe the method and principles of the Charities SORP;
- make judgements and estimates on a reasonable and prudent basis;
- state whether applicable UK Accounting Standards and statements of recommended practice have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the charitable company will continue in operation.

The Trustees are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the financial position of the charitable company and which enable them to ensure that the financial statements comply with the Companies Act 2006 and the Statement of Recommended Practice on Accounting and Reporting by Charities (SORP). They are also responsible for safeguarding the assets of the charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Mr Michael Bedingfield

Chairman on Behalf of the Board of Trustees

Date: 2/12/19

Professor Dominic Tweddle

Director General and Accounting Officer

Date: 7/17/19

Independent auditors' report to the Members and Trustees of Warrior Preservation Trust Limited

Opinion

We have audited the financial statements of the Warrior Preservation Trust Limited (the 'parent charitable company') and its subsidiary (the 'group') for the year ended 31 March 2019 which comprise the Consolidated Statement of Financial Activities, the Consolidated Balance Sheet, the Consolidated Cash Flow Statement and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and parent charitable company's affairs as at 31 March 2019, and of
 the group's incoming resources and application of resources, including its income and expenditure, for the year then
 ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006 and the Charities Act 2011.

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 charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

Other information

The trustees are responsible for the other information. The other information comprises the information included in the trustees' annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

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 trustees' report (incorporating the directors' report) for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 and the Charities Act 2011 requires us to report to you if, in our opinion:

- adequate and sufficient accounting records have not been kept by the parent charitable company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent charitable company's financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of trustees

As explained more fully in the trustees' responsibilities statement set out on page 11, the trustees (who are also the directors of the charitable company for the purposes of company law) 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 trustees 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 trustees are responsible for assessing the group's and parent charitable 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 trustees either intend to liquidate the group or the parent charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and to the charitable company's trustees, as a body, in accordance with Part 4 of the Charities (Accounts and Reports) Regulations 2008. Our audit work has been undertaken so that we might state to the charitable company's members and its trustees 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 charitable company and the charitable company's members as a body and the charitable company's trustees as a body for our audit work, for this report, or for the opinions we have formed.

Alastair Duke BA (Hons) FCA (Senior Statutory Auditor)
For and on behalf of PKF Littlejohn LLP, Statutory Auditor

PKF Littlejohn LLP 1 Westferry Circus, Canary Wharf London, E14 4HD

Date:

PKF Littlejohn LLP is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006.

Consolidated Statement of financial activities (incorporating the income and expenditure account) for the year ended 31 March 2019

ı	Unrestricted funds	Restricted funds	Endowme funds	nt 2019 Total	Unrestricted funds	d Restricted funds	l Endowmen funds	t 2018 Total
Not	es £	£	£	£	£	£	£	£
Income from:								
Donations and legacies								
Donations 2	666	-	-	666	5,673	-	-	5,673
Legacies 3	-	-	-	-	-	-	446,695	446,695
Charitable activities								
Public admissions	-	-	-	-	351,283	-	-	351,283
Other trading activities								
Trading company 4	-	-	-	-	46,273	• -	-	46,273
Raising funds	-	_	-	-	31,243	-	-	31,243
Warrior Association (Membe	rship) -	-	-	-	1,491	-	-	1,491
Investments	_	-	-	-	485	-	-	485
Other				-	775		-	775
Total income	666	_		666	437,223	-	446,695	883,918
Expenditure on:								
Raising funds								•
Fundraising and publicity 5	-		-	-	14,909	-	-	14,909
Trading company 4	-	-	-	-	52,340	-	-	52,340
Charitable activities Museum and visitor 6	28,146		_	28,146	457,190	_	_	457,190
operations	20,140	-		20,140	437,130			437,130
Grant to NMRN Operations	-	-	-		648,529	-	- ,	648,529
Total expenditure	28,146	_	-	28,146	1,172,968	-	-	1,172,968
Net income/(expenditure)	(27,480)	-	-	(27,480)	(735,745)	-	446,695	(289,050)
Transfers between funds	-	-	-	-	(342,593)	4,410,951	(4,068,358)	-
Gains/(losses) on revaluation								
of fixed assets	_	-	-	-	_	17,997,405		17,997,405
Gain on termination								
of operations			<u>-</u>	-	(53,239)	<u> </u>	;	(53,239)
Net movement in funds	(27,480)		<u>-</u>	(27,480)	(1,131,577)			17,655,116
	_					• 1	. i .	i
Reconciliation of funds:						·		
Total funds brought forward	419,430	25,059,228	1,099,203	26,577,861	1,551,007	2,650,872	4,720,866	8,922,745
Total funds carried forward	391,950	25,059,228	1,099,203	26,550,381	419,430	25,059,228	1,099,203	26,577,861

All recognised gains and losses are included in the statement of financial activities

Consolidated Balance Sheet as at 31 March 2019

		Group	Group	Charity	Charity
		2019	2018	2019	2018
	Notes	£	£	£	£
Fixed assets					
Heritage assets	9	25,290,265	25,290,265	25,290,265	25,290,265
		25,290,265	25,290,265	25,290,265	25,290,265
Current assets		·			
Debtors	10	770,114	-	770,114	-
Cash at bank and in hand		502,369	1,791,913	502,369	1,791,913
		1,272,483	1,791,913	1,272,483	1,791,913
Creditors: amounts falling					
due within one year	11	(12,267)	(504,217)	(6,200)	(498,150)
Net current assets		1,260,216	1,287,696	1,266,283	1,293,763
Total assets less current liabilities		26,550,481	26,577,961	26,556,548	26,584,028
Net assets		26,550,481	26,577,961	26,556,548	26,584,028
Funds					
Unrestricted funds		398,017	158,320	398,017	158,320
Designated funds		=	267,177	=	267,177
Restricted funds	12	7,063,823	7,061,823	7,063,823	7,061,823
Revaluation reserve		17,995,405	17,997,405	17,995,405	17,997,405
Endowment funds		1,099,203	1,099,203	1,099,203	1,099,203
Non Charitable Trading funds		(6,067)	(6,067)	-	-
Called up share capital		100	100	100	100
Total funds		26,550,481	26,577,961	26,556,548	26,584,028

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

The financial statements were approved by the Board and signed on its behalf by

Mr Michael Bedingfield

On behalf of the Board of Trustees

Date: 2/12/19

Consolidated Cash flow statement for the year ended 31 March 2019

	Group 2019	Group 2018
Cash flows from operating activities:		
Net cash provided by (used in) operating activities	(1,289,544)	209,510
Cash flows from investing activities:		
Interest income	-	485
Payments to acquire tangible assets	-	(3,492)
Net cash provided by (used in) investing activities	 	(3,007)
Increase/(decrease) in cash and cash equivalents in the year	(1,289,544)	206,503
Cash and cash equivalents at 1 April 2018	1,791,913	1,585,410
Cash and cash equivalents at 31 March 2019	502,369	1,791,913
Net income/expenditure for the reporting period	(27,480)	(289,050)
Depreciation and impairment	-	(29,258)
Income from investments	-	(485)
Loss on disposal of tangible assets	-	51,476
Other gains/(losses) (Increase)/decrease in stocks	-	(53,239) 28,416
(Increase)/decrease in debtors	(770,114)	309,369
Increase/(decrease) in creditors	(491,950)	192,281
Net cash provided by (used in) operating activities	(1,289,544)	209,510

Notes to financial statements for the year ended 31 March 2019

1. Accounting policies

1.1. Charity information

Warrior Preservation Trust Limited is a private company limited by guarantee and incorporated in England and Wales. The business and registered office address is HMS Warrior 1860, Victory Gate, HM Naval Base, Portsmouth, PO1 3QX.

Warrior Preservation Trust Limited meets the definition of a public benefit entity under section 34 of FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value, unless otherwise stated in the relevant accounting policy.

The principal objectives of the charity are detailed in the Trustees report.

1.2. Basis of preparation of financial statements

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006. The financial statements have been prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value.

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

Consolidated financial statements have been prepared in respect of the charitable company and its wholly owned subsidiary, Warrior Trading Limited (company number 02134820). The activity of Warrior Trading Limited ceased on 1 July 2017 when the operations were transferred to the National Museum of the Royal Navy Trading, the trading subsidiary of the Royal Naval Museum. The Consolidated Statement of Financial Activities includes the results of the Warrior Trading Limited as single line items. The Consolidated Balance Sheet includes the net assets of the subsidiary on a line by line basis.

1.3. Going concern

As part of the continuing plan to consolidate the functions and operations of all the museums in the wider NMRN group the trustees transferred the operations of the museum to NMRN Operations, a company limited by guarantee and a wholly owned subsidiary of NMRN with effect from 1 July 2017. Heritage assets will remain in the Warrior Preservation Trust Limited along with the unrestricted, restricted and endowment fund reserves.

At the same time the activities of the trading subsidiary, Warrior Trading Limited, transferred to the National Museum of the Royal Navy Trading - the trading subsidiary of the NMRN Group.

1.4. Fund accounting

General funds are unrestricted funds which are available for use at the discretion of the Trustees in furtherance of the general objectives of the Trust and which have not been designated for other purposes.

Designated funds comprise unrestricted funds that have been set aside by the Trustees for particular purposes. The aim and use of each designated fund is set out in the notes to the financial statements.

Restricted funds are funds which are to be used in accordance with specific restrictions imposed by donors or which have been raised by the Trust for particular purposes. The costs of raising and administering such funds are charged against the specific fund. The aim and use of each restricted fund is set out in the notes to the financial statements.

Expendable endowment funds are funds given to the Trust to be held as capital but which can, at the discretion of the Trustees, be applied as income for those purposes.

Investment income, gains and losses are allocated to the appropriate fund.

Notes to financial statements for the year ended 31 March 2019

1.5. Income

Income is recognised when the charity has entitlement to the funds, any performance conditions attached to the item(s) of income have been met, it is probable that the income will be received and the amount can be measured reliably.

Income from investments is included in the year in which it is receivable.

Legacies are included when the charity is advised by the personal representative of an estate that payment will be made or property transferred and the amount involved can be quantified.

Revenue grants are credited to incoming resources on the earlier date of when they are received or when they are receivable. If a grant of donation is subject to conditions that require a level of performance before the charity is entitled to the funds, the income is deferred and not recognised until either those conditions are fully met, or the fulfilment of those conditions is wholly within the charity's control and it is probable those conditions will be met in the accounting period.

Grants for the purchase of fixed assets are credited to restricted incoming resources when receivable. Depreciation on the fixed assets purchased with such grants is charged against the restricted fund.

1.6. Expenditure

Expenditure is recognised on an accruals basis as a liability is incurred. Expenditure includes any VAT which cannot be fully recovered, and is reported as part of the expenditure to which it relates.

Costs of raising funds comprise the costs of trading and also the costs of fund raising.

Expenditure on charitable activities includes the operational costs of running the ship and furthering education about the ship in accordance with the charitable purposes of the Trust and the associated support costs.

Governance and support costs include those costs incurred in the governance of the Trust and its assets, and central functions, and have been allocated to cost categories on a basis consistent with the use of resources.

1.7. Tangible fixed assets and depreciation

Tangible fixed assets with a cost or value greater than £2,500 and a useful life exceeding one year are capitalised at historic cost and revalued annually using Ministry of Defence derived indices.

1.8. Heritage assets

The Warrior Preservation Trust Limited holds in trust artefacts comprising its collection. The main and reserve collections have not been valued and included in the financial statements due to their historic and inalienable nature and due to the specific and individual nature of the artefacts held, it is not believed to be possible to obtain a reliable value of the collection without incurring a cost disproportionate to the benefit of the information reported to the readers of the accounts.

Assets acquired prior to 1 April 2000 have not been capitalised and included in the accounts, but with effect from 1 April 2000, additions to the collection with a cost in excess of £2,500, have been capitalised. These assets are not depreciated due to infinite useful economic lives. An annual review for impairment is carried out in accordance with the Charities SORP, with any impairment recognised in the Statement of Financial Activities.

Heritage assets donated to the Charity with a value in excess of £2,500 are included in the accounts on the basis of internal valuations estimated by the relevant curatorial staff and determined by their experience and judgement.

Loaned artefacts do not belong to the Charity.

The Collection

The Charity holds a large collection of artefacts which have been either bought, gifted or loaned. These fall into several categories which are: uniforms; instruments; weapons; utensils; pictures; books; and general maritime artefacts.

Notes to financial statements for the year ended 31 March 2019

Heritage assets: polices for maintenance, management, acquisition and disposal

In October 2015, a single set of Collections Management policies for the NMRN Group was approved by the Board. These policies were the basis of a new single application to the Arts Council for Museum Accreditation to the higher standards required of a national museum collection, replacing the individual accreditations of the subsidiary museums. These policies set out a common approach for the maintenance and management of collections at different museum sites.

Acquisitions to the museums are now guided by a single Collections Development Policy; this sets out priorities and processes for acquisition. There are two principal methods of acquisition:

Acquisition by gift - Collections Officers and Archives Collections Officers have authority to propose collecting in line with the 'Themes and Priorities for Future Collecting'. On occasion, a donation may need to be passed to an Acquisitions Committee, chaired by the Head of Collections Management. This Committee sits on a bi-monthly basis to assess those offers that require further group consideration, such as very large donations, donations of hazardous or sensitive information and donations that cross multiple fields of expertise. The decision on whether to pass offers to the Acquisitions Committee falls to the Head of Collections Management.

Acquisition by purchase - All Heritage Directorate staff can recommend purchases of material from any source and may authorise purchases up to £50,000 in accordance with a laid out scheme of delegation. Any purchases of a value above £50,000 should go to the Director General for assessment.

Significant acquisitions are discussed at the Collections, Research, Learning and Access Committee. This Committee also receives quarterly reports on key acquisitions and an annual report of all items added to the collection.

Subject to the approval of the Trustees, the Museum may dispose of items from the collection, although this will only happen in exceptional circumstances, for example when the item cannot be properly displayed or the disposal proceeds can be used to purchase a better example and this does not detract from the integrity of the collection.

Significant Historic Ships

Accounting policy for initial recognition of the Heritage Asset

The methodology of valuation of significant historic ships by the National Museum group is total rebuild basis, discounted for the ship's current state of repair. This is a change to the accounting policy in use in previous years.

The values are calculated by the staff of the National Museum. Where the current build cost or market value of a similar ship is known and can be relied upon, this is used as the basis for establishing the value of the ship. Where this information is unavailable, the original build cost of each ship is grossed up to a modern-day value using a provider of historic economic data. This value is then discounted to take account of the ship's current state of repair, using the estimated costs to bring the ship to the final condition (being in most cases something close to 'as new'). For ships which are gifted to the National Museum, the discounted value becomes the 'deemed cost' of the ship.

The original hull of the ship, HMS Warrior, was laid down at the Thames Iron Works and Shipbuilding Company based at Blackwall, London. Completed in 1861, she was the world's first ocean-going, iron-hulled, armoured warship. The original hull of HMS Warrior was acquired by the Maritime Trust from the Ministry of Defence for £1 in August 1979, and transferred to the Warrior Preservation Trust Limited in 1983. HMS Warrior 1860 has been included at a valuation designed to reflect the estimated rebuild costs of the hull.

In 1861, the original cost of the hull was £282,284. Uplifted for current value (2017) this cost was the equivalent of £25,040,000. The ship was brought to sound and original condition, as far as possible, during the restoration between 1979 and 1987 therefore it was not felt that any deductions to the original cost for disrepair was necessary.

Accounting policy for recognition of subsequent expenditure on significant ships

The National Museum's operating company, NMRN Operations, is responsible for the restoration, preservation, and maintenance of the ship under the terms of the operator agreement. Expenditure incurred by the operating company is recognised in that entity on an accruals basis as a liability is incurred. Capital expenditure on plant and machinery not integral to the fabric of the ship is capitalised on the balance sheet of the operating company.

Notes to financial statements for the year ended 31 March 2019

1.9. Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell, after making due allowance for obsolescence and slow-moving items.

1.10. Financial Instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 1A to all of its financial instruments.

Financial instruments are recognised when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, where there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

The company's financial assets and liabilities consist of cash and cash equivalents, short term investments, trade and other debtors, trade and other creditor, and accrued expenses. The fair value of these items approximates their carrying value due to their short-term value. Unless otherwise noted, the company is not exposed to significant interest, foreign exchange or credit risks arising from these instruments.

Term deposits of less than one year are classified as investments within current assets.

1.11. Estimation techniques

Estimate	Assumption
Valuation of HMS Warrior 1860	The valuation of historic ships acquired by the group has been based on an estimate of current costs of rebuilding the vessels, as the actual costs of doing so are unknown. This assumes that the same materials and methods of construction would be utilised with the same cost profile as the original, and, on the same basis.

2. Grants and Donations

۷.	Grants and Donations				
		Unrestricted	2019	Unrestricted	2018
		funds	Total	funds	Total
		£	£	£	£
	Donations	666	666	2,523	2,523
	Grants	-	-	3,150	3,150
		666	666	5,673	5,673
2					
3.	Legacies	Endowment		Endowment	
		funds	2019	funds	2018
		£	£	£	£
	Legacies	-	-	446,695	446,695
			-	446,695	446,695

Notes to financial statements for the year ended 31 March 2019

4. Income and expenses from trading activities of subsidiaries

The charity has a wholly owned trading subsidiary which is incorporated in the United Kingdom. Warrior Trading Limited handles the ship hiring facilities and also sells souvenirs and other articles relating to HMS Warrior 1860 on a low activity basis. The company's activity ceased at 1 July 2017 when the operations were transferred to the National Museum of the Royal Navy Trading, the trading subsidiary of NMRN Operations.

Profit and Loss Account	2019	2018
Turnover	-	46,273
Cost of sales	_	(31,084)
Gross Profit	-	15,189
Sundry income	-	-
Administration expenses	-	(21,256)
Donation to parent		
Net profit/(loss) before tax	<u>-</u>	(6,067)
Retained profit/(loss) for the period	<u>-</u>	(6,067)
Retained profit brought forward	(6,067)	
Retained profit carried forward	(6,067)	(6,067)
Called up Ordinary Share Capital	2	2
Capital and reserves	(6,065)	(6,065)

Warrior Trading Limited has an issued share capital of 2 ordinary shares of £1 each.

5. Cost of generating funds

	Unrestricted		Unrestricted	
	funds	2019	funds	2018
	£	£	£	£
Staff costs	•	-	9,800	9,800
Fundraising costs	-	-	5,109	5,109
			14,909	14,909
			====	

Notes to financial statements for the year ended 31 March 2019

6. Museum and visitor operations

wuseum and visitor operations			
	Operations	2019	2018
	£	£	£
Staff costs	-	-	162,699
Volunteer expenses	-	- .	6,440
Maintenance and repairs of the Ship	-	-	206,964
Other Ship costs	٠ -	-	3,740
Operating expenses	-	-	10,619
Levies	15,081	15,081	71,477
Education		-	14,602
Marketing expenses	-	-	3,079
Depreciation and profit/loss on disposal	-	-	(29,258)
Governance and support costs	13,065	13,065	6,828
	28,146	28,146	457,190
	 -		
Governance and support costs			
	Operations	2019	2018

7.

	Operations	2019	2018
	£	£	£
Legal fees	6,194	6,194	(338)
Accountancy fees	2,400	2,400	-
Auditors remuneration	4,400	4,400	-
Other costs	71	71	7,166
	13,065	13,065	6,828

8. **Employees**

	2019	2018
	£	£
Employee costs		
Wages and salaries	-	194,627
Social security costs	•	10,313
Pension costs	-	1,308
	-	206,248

This table includes trading company staff costs which are included within the results for Warrior Trading Limited.

No employee earned £60,000 or more in the year ended 31 March 2019 (31 March 2018: Nil).

Notes to financial statements for the year ended 31 March 2019

Number of employees

The average number of employees, analysed by function, was:	Company 2019	Company 2018
Charitable activities Administration and support	- -	40 4
	·	44

All employees were transferred to the National Museum of the Royal Navy on 1 July 2017.

No trustees received remuneration during the period. Trustees are reimbursed for travel expenses through the parent company, the National museum of the Royal Navy (2018: 1 trustee was reimbursed for travel expenses amounting to £24 by the Trust).

9. Heritage assets

	At valuation	At cost	Total
	£	ī	£
Carrying amount at 1 April 2018 and 31 March 2019	25,040,000	250,265 	25,290,265
Historic cost at 1 April 2018 and 31 March 2019	8,300,477	250,265	8,550,742

There were no additions made to the Collection in the year. There were no impairments during the year.

Five-year summary	2019	2018	2017	2016	2015
	£	£	£	£	£
Additions					
Purchased	-	-	1,367,070	12,900	
Donated	-	-	-		-
Disposals	-	-	-	-	-

Notes to financial statements for the year ended 31 March 2019

10. Debtors

	Group	Group	Charity	Charity
	2019	2018	2019	2018
	£	£	£	£
Amounts due within 1 year:				
Amount owed by group undertakings	770,114	-	770,114	-
	770,114	•	770,114	-

11. Creditors: amounts falling due within one year

	Group 2019	Group	Charity	Charity
		2018	2019 20	2018
	£	£	£	£
Trade creditors	•	63	-	63
Other creditors	-	6,067	-	-
Accruals	6,200	1,800	6,200	1,800
Amount owed to group undertakings	6,067	496,287	-	496,287
	12,267	504,217	6,200	498,150

12. Funds

					Gains/		
	1 April 2018	Income	Expenditure	Revaluation	(losses)	Transfers	31 March 2019
	£	£	£	£	£	£	£
Unrestricted							
Designated:							
Artefact	250,265	-	-	-	-	(250,265)	-
Warrior Association	16,912	-	-	-	-	(16,912)	· -
Total designated	267,177		-	-	-	(267,177)	-
General fund	158,320	666	(28,146)	-	-	267,177	398,017
Warrior Trading Limited	(6,067)	-	-	-	-	-	(6,067)
Total unrestricted	419,430	-	-	-	-	-	391,950
Restricted							
Donors' funds	19,228	-	-	-	-	-	19,228
HMS Warrior (the ship)	25,040,000	-	-	-	-	-	25,040,000
	25,059,228	-	-	-	-	_	25,059,228
Endowment							
Ward legacy fund	1,099,203	-	•	-	-	-	1,099,203
	1,099,203	-	-		-		1,099,203
Total funds	26,577,861	666	(28,146)		-		26,550,381

Notes to financial statements for the year ended 31 March 2019

	1 April 2017		Expenditure	Transfers	Revaluation	Gains/(losses)	31 March 2018
	£	£	£	£	£	£	£
Unrestricted							
Designated:							
Artefact	215,751	-	34,514	-	-	-	250,265
Cyclical repair	880,710	-	(538,117)	(342,593)	-	-	-
Working capital	140,000	-	(140,000)	-	-	-	-
Warrior Association	16,912	~	-	~	-	-	16,912
Total designated	1,253,373		(643,603)	(342,593)			267,177
General fund	297,634	390,950	(477,025)	-	-	(53,239)	158,320
Warrior Trading Limited	-	46,273	(52,340)	-	-	-	(6,067)
Total unrestricted	1,551,007	437,223	(1,172,968)	(342,593)	-	(53,239)	419,430
Restricted							
Deck fund	612,067	-	-	(612,067)	-	-	-
Donors' funds	19,228	-	-	-	-	-	19,228
HLF (Bulwarks)	1,367,069	-	-	(1,367,069)	-	-	-
Ward legacy fund	652,508	-	-	(652,508)	-	-	=
HMS Warrior (the ship)	-	• -	-	7,042,595	17,997,405	-	25,040,000
	2,650,872	-	-	4,410,951	17,997,405	-	25,059,228
Endowment							
HMS Warrior (the ship)	4,720,866	-	-	(4,720,866)	-	-	-
Ward legacy fund	-	446,695	-	652,508	-	-	1,099,203
	4,720,866	446,695	-	(4,068,358)	-	-	1,099,203
Total funds	8,922,745	883,918	(1,172,968)		17,997,405	(53,239)	26,577,861
					. =====		

Included in the above figures is the revaluation reserve of £17,997,405.

The artefact fund represents the net book value of the artefact heritage assets and has been transferred from designated funds to reflect the unrestricted nature of the asset.

Donor's funds received have been allocated specifically to educational projects.

The Ward legacy fund is to be used for the furtherance of education. The final part of the legacy was received in 2017/18 and is to be maintained as a permanent endowment fund.

HMS Warrior 1860 (the Ship)

The following funds were combined to reflect the original cost of the heritage asset, HMS Warrior 1860, and the subsequent revaluation: the deck fund received from the HLF, Portsmouth City Council and sponsor a plank; the HLF (Bulwarks) fund received from the HLF; and endowment fund representing capital expenditure on the Ship financed by a loan from the Manifold Trust which was waived in 1998.

Notes to financial statements for the year ended 31 March 2019

13. Analysis of net assets between funds

	Tangible Fixed Assets £	Assets	2019 Total £
Unrestricted funds	250,265	_	398,117
Restricted funds	25,040,000	•	25,059,228
Endowment funds	<u> </u>	1,099,203	1,099,203
	25,290,265	1,266,183	26,556,448
Non-charitable trading funds	•	(6,067)	(6,067)
Total net assets	25,290,265	1,260,116	26,550,381
Included in the above figures is the revaluation reserve:			
Revaluation reserve	17,997,405 	***************************************	17,997,405 ———
	Tangible	Net Current	2018
	Fixed Assets	Assets	Total
	£	£	£
Unrestricted funds	~	158,320	158,320
Designated funds	250,265	16,912	267,177
Restricted funds	25,040,000	19,228	25,059,228
Endowment funds		1,099,203	1,099,203
	25,290,265	1,293,663	26,583,928
Non-charitable trading funds		(6,067)	(6,067)
	25,290,265	1,287,596	26,577,861
Included in the above figures is the revaluation reserve:			
Revaluation reserve	17,997,405		17,997,405

14. Commitments and contingent liabilities

Capital commitments

Amounts contracted for but not provided for in the financial statements amounted to £Nil for the group and company (2018: £Nil).

Contingent liabilities

The Trust has a liability to share with Portsmouth City Council one half of any surplus in the Warrior project in any one year to offset the council's investment in providing the jetty. The liability is capped to the cost of the jetty plus capitalised interest to December 2013 (as by agreement in 2014), currently £8.4M. The business plan for this long term project shows no surplus and the following table shows the expected financial effect of the liability:

	Years	Years	Years
	1 to 5	5 to 10	10 to 25
Expected surplus payment	£Nil	£Nil	£Nil

Notes to financial statements for the year ended 31 March 2019

15. Other commitments

At 31 March 2019 the charity had annual commitments under non-cancellable operating leases as follows:

	2019	2018
	£	£
Expiry date:		
Within one year	15,081	15,081
Between one and five years	60,326	60,326
In over five years	879,034	894,115
	954,441	969,522

16. Taxation

All of the charity's income is applied for charitable purposes and therefore the charity is exempt from corporation tax. The charity's trading subsidiary had a corporation tax liability of £Nil as at 31 March 2019.

17. Related parties

Principal subsidiaries			
	Company	Percentage	
Company name	number	shareholding	Description
Warrior Trading Limited	02134820	100	Souvenir shop & functions aboard the Ship

The company has taken advantage of the exemption under FRS 102 33.1A regarding disclosure of transactions with other NMRN group entities. There were no other related party transactions.

18. Ultimate parent undertaking

The Warrior Preservation Trust Limited considers the National Museum of the Royal Navy (NMRN), a charitable company (charity number 1126283, company number 06699696), to be its ultimate parent undertaking.

Control is exercised by the NMRN being the corporate member of the Warrior Preservation Trust Limited.

The NMRN was established in 2008 as a holding company of the NMRN Group which operates a number of naval service museums, including HMS Warrior 1860. The NMRN's strategy set out to increase the scale, scope and reach of the museum. Its vision is to become the world's most respected Naval Museum underpinned by a spirit of enterprise and adventure. The goal is to promote the public understanding of the Royal Navy past, present and future.

Consolidated accounts can be obtained from the NMRN's registered office: National Museum of the Royal Navy, HM Naval Base PP66, Portsmouth, Hampshire, PO1 3NH.

Notes to financial statements for the year ended 31 March 2019

19. Analysis of cash and cash equivalents

	,			
		Opening balance	Cash flows	Closing balance
		£	£	£
	Cash at bank and in hand	1,791,913	(1,289,544)	502,369
	Charity	1,791,913 ————	(1,289,544) 	502,369
20.	Revaluation reserve			
				Total £
	At 1 April 2018 Movement in reserve			17,997,405
	At 31 March 2019			17,997,405
				Total £
	At 1 April 2017			-
	Movement in reserve			17,997,405
	At 31 March 2018			17,997,405
21.	Share capital			
			2019	2018
	Authorised, allotted, called up, and fully paid:		£	£
	100 ordinary shares of £1 each		100	100