

SS Great Britain Trust
(a company limited by guarantee)

CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 JANUARY 2018

Company Number: 1000878

Charity Number: 262158

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SS Great Britain Trust

Financial Statements

Year Ended 31 January 2018

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SS Great Britain Trust

Report of the Board of Trustees

Year Ended 31 January 2018

The Members of the Board of Trustees have pleasure in presenting their report, including the Strategic Report, and the financial statements of the group for the year ended 31 January 2018. These have been prepared to meet the requirements for a directors' report and accounts for Companies Act purposes.

The financial statements comply with the Charities Act 2011, the Companies Act 2006, the Articles of Association, and 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).

OBJECTIVES AND ACTIVITIES

The Trust has two primary long term objectives which are;

1. To conserve and preserve the SS Great Britain in the Great Western Dockyard for all time for the benefit of the public as a ship of historic and scientific interest and to place the same upon public display as a museum accessible for all.
2. To increase the sum of public knowledge and to promote the study of: maritime & industrial engineering & science; maritime archaeology & social history; the life and works of I.K. Brunel and his historical context and significance in the modern world; and to collect, conserve, and make accessible as a museum, artefacts and specimens that demonstrate and reflect a tangible link with the past and present of maritime & industrial engineering & science, and maritime archaeology & social history, for the benefit of the public.

Short term objectives:

The Trustees adopted a new Strategic Plan in 2011 that set the direction of travel for the charity over the next five years or so. The main aims of this Plan are as follows:

- I. The Trust will maintain and enhance an exciting, unusual, authentic, accessible museum and heritage visitor attraction based upon and around Brunel's SS Great Britain.
 - II. The Trust will seek to increase the sum of public knowledge and to promote the study of maritime engineering, history, archaeology and science by developing the Brunel Institute as a first-class national centre for study, conservation, research, teaching and learning, including the collaboration with the University of Bristol.
 - III. The Trust will seek, through the concept of a "National Brunel Centre of Excellence at the SS Great Britain", to raise public recognition of the ship, museum and archive as being of national and international significance with a particular role in the study of I.K. Brunel and his works.
 - IV. The Trust will seek to secure a greater critical mass of sustainable high quality visitor attraction with increased dwell times and repeat visit rates.
 - V. The Trust will expand its national and international network of friends, supporters, funders, volunteers and stakeholders.
 - VI. The Trust will survive and thrive through being a marketing oriented, creative, entrepreneurial and learning organisation based upon the primary precepts of high quality in all its services for its audiences and clients, and sustainability through care and creativity in its garnering, harbouring and use of resources of all kinds.
 - VII. The Trust will seek to maximise the commercial potential of its assets, including enhanced visitor and customer service, along with commercial returns from property, trading, conferences, licensed premises and other opportunities.
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Report of the Board of Trustees

Year Ended 31 January 2018

STRATEGIC REPORT

Main achievements within the year

The Trust had a very positive year with visitor numbers reaching record levels, exceeding both budget and prior year levels. Work continued on the redevelopment of the buildings on the north side of the dry dock, to house a Brunel Museum. This was completed early in 2018 and opened to the public in March 2018. A successful application was made to the Arts Council and the Trust will become a National Portfolio funded Organisation from April 2018.

The Trust continued the development of a fully-integrated group of digital systems that will allow a holistic approach to communications; before, during and after a museum visit. This will help create a seamless visitor journey and has been funded by Arts Council England from its Museum Resilience Fund. This is a 3 year project and will be completed in 2018.

A new project for the year was Global Stories. Funded by an Arts Council England grant, SS Great Britain's designated collection was used to open up the international impact of the voyages of the ship. Findings are being shared with national, international and diverse audiences through the telling of compelling stories of passengers and crew. This helps with the aim of making the designated collection as accessible as possible to as wide an audience as possible.

Reinvestment in maintenance projects was focused on refurbishing the replica ship's engine and replacing the desiccant wheels in the dehumidifier (a key factor in successful conservation of the iron hull of the ship).

Two very significant new staff roles were created during the year. A Ship's conservation engineer was appointed to optimise the conservation of the SS Great Britain for the very long term, in the most efficient and environmentally responsible manner. A Brunel Research Fellow was appointed to lead and develop research into the life and works of I.K. Brunel and disseminate the knowledge gained to specialist and non-specialist audiences. Both these roles augment the Trust's ability to deliver its charitable objectives now and for the future.

Volunteers, including all Trustees, continue to play a valuable part in enhancing the visitor experience in a variety of roles. The number of volunteers retained was significantly increased during the year, to facilitate the new museum. New roles have also been introduced, particularly costumed ones, to enhance the interpretation of the new museum and Dock Office. There were 214 active volunteers contributing to the work of the Trust at the year end.

Collaboration with the University of Bristol through the Brunel Institute partnership continues to add real value to the educational work of the Trust and will be further enhanced by the Brunel Research Fellow role.

Visitors and Trading

Visitor numbers exceeded budget by 11% and prior year levels by 13%. The total number of onsite users, including Events & Conferences, was 220,059 compared with 194,470 last year. Visitors enjoyed a number of programmed events scheduled throughout the holidays. Bristol based Cirque Bijou were the Victorian Summer Circus and performed daily shows based on Crossing the Line initiation ceremonies performed by sailors on the ship to mark the first time one of their own crosses the equator. Other activities celebrated the launch of the ship and a Victorian Christmas. Overall the Trading company profit for the year was £109k (£94k in 2017), with all trading areas recording a profit. Retail saw a slight decrease in income, spend per visitor and profit margin. Catering profits were suppressed by unexpected events in the year and increased competition in the area.

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Report of the Board of Trustees

Year Ended 31 January 2018

Events & Conferences had a better year with clients numbering 14,821 in the year compared with 12,438 last year. The ticketed special events, held on board the ship, continued during the year. These included a Murder Mystery dinner, Dickensian Christmas dinners, and a Halloween event, where Bristol Old Vic actors took inspiration from the ship's history to inform spooky performances.

Financial Review

The Group incoming resources for the year were £3,398,381 (last year incoming resources £1,946,118). The primary driver for this level of surplus is unrealised gains on the Endowment fund of £408,809 and £2,913,319 increase in restricted funds as monies were raised towards the £7.2 million Being Brunel Museum Project. These funds will be fully expended in 2018.

The individual funds breakdown between Unrestricted, Restricted and Endowment is as follows:

a) Unrestricted Funds

The table below shows the unrestricted Operating Deficit for the current year was £81,725 compared with a deficit of £204,692 in the previous year. Trustees approved a deficit unrestricted fund budget for 2017 to resource achieving the goals for the year, which expand both the size of the site and the capacity of the organisation. It is anticipated that this investment will yield unrestricted fund surpluses in the next few years. The year end deficit is less than the budget level as expenditure was tightly controlled throughout the year and the cost of the Education programme was reduced due to receipt of extended funding from Arts Council England for the Museum and Schools project. The overall unrestricted deficit retained for the year shows the expenditure in the year of prior year accumulated surplus upon Designated fund special projects.

	2018 £	2017 £
Operating (Deficit)/Surplus before Designated fund projects spending	(81,725)	(204,692)
Less Designated fund projects expenditure (not capitalised)	<u>(313,748)</u>	<u>(376,183)</u>
(Deficit) before transfers	(395,473)	(580,875)
Transfer of income from Endowment Fund	<u>207,683</u>	<u>135,046</u>
Unrestricted (Deficit) retained	<u>(187,790)</u>	<u>(445,829)</u>

b) Restricted Funds

The overall value of restricted funds increased in the year due to £4.1 million of income received in the year only being partially spent within the year; and the spend on the Being Brunel project being capitalised. Restricted funds increased by £2,943,623 this year (2017: increased by £1,335,403).

c) Endowment Funds

The Endowment Fund produced a net income of £207,683 (2017: £135,046) which was transferred to the Trust during the year. The fund's capital value increased during the year by £764,548 (2017: increased by £1,054,544) through investment gains of £408,809 (2017 gains: £971,620), of which £12,520 were realised losses (2017; gains £60,697 realised).

The fund also received £355,739 capital as restricted donations (2017: £84,924). This created a total Endowment Fund value of £6,812,498 (last year £6,047,950).

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Report of the Board of Trustees

Year Ended 31 January 2018

Plans for the future

The current Strategic Plan lays out how the Trust will continue to meet its primary goals, examines what changes it needs to make and how it can continue to achieve its charitable activities whilst retaining its financial stability.

The Trust will continue to monitor and preserve the SS Great Britain in her dock, and also develop and expand, as far as funding permits, the activities of the Brunel Institute education programmes and partnerships. The Trust will expand its activities with regard to the life and works of I.K. Brunel.

The Trust will seek through its capital investment programme to raise the number of paying visitors to the ship and dockyard experience, particularly through focussing on developing the buildings immediately around the dry dock, as well as the experience within the ship herself. The core of this programme is the significant capital investment of £7.2 million in the Being Brunel Museum Project on the North side of the dry dock, which is now fully funded by a £4.9 million NHMF Heritage Lottery Fund Grant, donations from major trusts and foundations, and an investment grant of £620,000 from HM Government through DCMS. This project will expand and enhance the visitor experience, while providing public access to the Grade 2* listed Brunel Drawing Office and the significant Brunel collections that are now cared for by the Trust in the Brunel Institute. Work commenced on site in January 2017, and the project opened to the public in March 2018.

The Trustees are undertaking the enabling work for the next Strategic Plan that will be developed and approved during 2018. It defines the future direction of the Trust subsequent to the completion of the existing plan, the opening of the Being Brunel Project, and the completion of the first phase of the Future Brunels programme.

In the year the Trust has engaged in negotiations with Bristol City Council to acquire a long-term interest in the neighbouring Albion Dock complex, with a view to long term strategic development and expansion of the Trust site. These negotiations will conclude in 2018.

Risk management

The members of the Board of Trustees monitor progress towards the risk management plan on a quarterly basis for projects and an annual basis for the Trust. The risk management strategy produces a regular review of risks that the Trust may face, and establishes procedures to mitigate those risks identified.

It is also the policy of the Board of Trustees to hold insurance on the ship and the collection on the basis of the possible maximum conservation and refit cost that may be incurred in a major disaster, and not the full replacement cost, as most of the collection and the ship herself are unique and irreplaceable.

As part of the process of due diligence the Trust commissioned a valuation of the ship for insurance purposes during the year and the insured value was increased accordingly.

Principal risks and uncertainties

- Environmental risks such as flooding or fire on the site, which could lead to damage or destruction of the ship and museum.
- Uninsurable risks such as corrosion which could lead to damage or destruction of the ship and collections.
- Loss of external funding such that the Trust is unable to fund delivery of services, programmes and maintenance.

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Report of the Board of Trustees

Year Ended 31 January 2018

- The capital value of the Endowment Fund decreases due to investment losses and funds are no longer available for conservation work.
- Loss of reputation resulting in reduction in visitor numbers and stakeholders losing confidence in the organisation.
- Trading subsidiary performance falling and the Trust not receiving any donated profits from it.

All risks have been considered by Trustees and plans have been put in place to mitigate them and their impact on the Trust. These include rigorous real time monitoring and reporting of relevant indicators that record risk levels and appropriate insurance cover.

HERITAGE ASSETS

It is the policy of the Trust not to capitalise heritage assets in the SS Great Britain Trust Collection. These items are in effect inalienable, held in principle in perpetuity, and are mostly irreplaceable. Any financially based valuation would be misleading to the value and significance of the material culture involved. The Trust has a clear duty to care for and make available these assets for the enjoyment and education of the public as far as is possible, commensurate with the long term care of these items. The highest possible standards of collection management are applied, and the catalogues are made available as widely as possible to facilitate all enquiries and requests for information, subject to appropriate security and data protection guidelines.

The only class of object that does not fall into these categories are some of the printed library books. These books are managed with the same care and rigour as any other items in the collection, but are not completely irreplaceable and are not held in perpetuity but utilised for public education purposes. Where realistic valuations exist for these items, and where they constitute a significant value, they will be included as financial assets.

During the year, £92,323 was spent on Heritage Assets, £82,817 of which was funded by restricted income (2017: £8,120).

INVESTMENT POLICY

The Trust operates a permanent endowment to protect the long term future of capital arising from the 2010 Phase 2 development and to provide a regular income stream into SS Great Britain Trust for its charitable purposes. The appointed investment managers (Rathbones Investment Management Limited) are instructed to invest to maximise the total return on permanent endowment funds within the constraint of a medium risk portfolio with a long term time horizon. The general policy is to invest in a manner that can publically be described as socially responsible. Investment should provide for sufficient capital growth to cover for reasonable inflation, and to target interest income of 3.5% to 4% per annum, payable quarterly to the Trust. These targets were achieved for the year.

RESERVES

In accordance with its Reserves Policy the Trust has created reserve funds from reported surpluses and other assets. These are laid out in these accounts at Note 20. The named 'Reserve Fund' is intended to provide contingency funds for special capital and revenue funding at the disposal of the Trustees. The principle of the policy is to hold around £400,000 in this fund.

As at 31 January 2018 total Trust reserves amounted to £22,217,789. Of these reserves £6,812,498 were held by the ss Great Britain Endowment Trust, and £14,164,542 could only be realised by disposing of fixed assets. A further £600,658 is restricted income and not available for general purposes. This leaves a free cash balance of £640,091. Spend of up to £532,912 has been designated from prior year reserves for approved projects in 2018.

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Report of the Board of Trustees

Year Ended 31 January 2018

PUBLIC BENEFIT

The Trust reviews its goals, objectives and activities each year, to ensure that the key activities for the year are in keeping with its goals and are meeting its charitable aims. The Trust has referred to the Charity Commission's guidance on public benefit when reviewing its goals and activities. The Trustees ensure that all ongoing and future activities are consistent with the primary goals of the Trust and are of benefit to the public.

In accordance with the Charities Act 2011, as amended in 2016, the Trustees report that the Trust carries out fundraising activities to support its charitable goals, and that it does not employ an external professional fundraiser or commercial participator. All fundraising staff and volunteers are trained and managed to the highest standards of good practice in fundraising.

REFERENCE AND ADMINISTRATIVE INFORMATION

The general information including the names of members of the Board of Trustees, the principal address of the charity and particulars of the charity's professional advisers is given on pages 9 to 11.

STRUCTURE, GOVERNANCE AND MANAGEMENT

The charity is governed by the Memorandum and Articles of Association with which it was incorporated on 27 January 1971 and which were revised in November 1999, June 2005 and June 2006. It is registered in England and Wales. This document was reviewed and updated to current standards in June 2011 in which the memorandum has been merged with the Articles. Known as the Articles of Association, the new document is in line with current best practice. The objects of the charity were revised in June 2012 and are laid out on page 2.

Members of the Board of Trustees, who are directors for the purpose of company law and Trustees for the purpose of charity law, and who served during the year and up to the date of this report, are set out on page 9. Trustees retire in rotation in accordance with the Articles of Association.

The Members of the Board of Trustees are appointed by the Annual General Meeting. The Board of Trustees meet formally at least four times per annum. The Trust holds £1,000,000 of Trustee indemnity insurance.

It is the responsibility of the Trustee Board to consider and decide policy. Responsibility for implementing those policies is delegated to the Director and Executive team.

The Director, who is Chief Executive of the organisation and reports to the Board of Trustees, heads the staff structure. Reporting to him is an Executive team comprising the Director of Interpretation, Conservation & Education, Director of Marketing and Visitor Experience and the Director of Finance and Resources. A total of 79 full time equivalent staff was employed by the Trust at the year-end. The Trust is a Living Wage Foundation Employer and no member of staff is paid below the recommended hourly rate of pay. In addition, there are 214 volunteers who support the staff in a wide variety of roles that greatly enhance the visitor experiences. The Trustees recognise and value the essential and fundamental contribution made to the success of the Trust by its staff and volunteers.

The Trust acknowledges the need to refresh its governing body with new members on a regular basis. It also is aware of the need to identify the appropriate skills sets required among its Board of Trustees for effective governance. The Audit and Remuneration Sub-Committee monitors and advises the Board of Trustees on these needs. It reviews and identifies potential future members of the Board of Trustees and the skills that they may have to offer the Trust. Upon election or co-option new members of the Board of Trustees are inducted through one to one sessions with the Director and are issued with an Induction Pack.

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Report of the Board of Trustees

Year Ended 31 January 2018

The Trust has adopted the Good Governance Code developed by the Governance Hub. To this end the Trust has carried out a comprehensive review of all the policies and protocols associated with the running of the Trust. The Trust regularly reviews and updates where necessary all policies and protocols.

The Trustees review the monthly performance of the business using a metric of relevant KPI's.

SS Great Britain Trading Limited is the wholly owned trading subsidiary company of the charity. Any profit made by this subsidiary is donated to the charity by way of a Gift Aid donation.

The SS Great Britain Endowment Trust is a charitable subsidiary of the Trust that holds the permanent and non-permanent endowment on the Trust's behalf and acts in accordance with the Endowment, Investment and Reserves Policy. The Board of Trustees is the sole trustee of the subsidiary. Income from this endowment is used solely in fulfilling the charitable objectives of the SS Great Britain Trust.

KEY MANAGEMENT PERSONNEL REMUNERATION

The Trustees consider the Board of Trustees, the Director & Chief Executive and the Executive team as comprising the key management personnel of the charity in charge of directing and controlling the charity and running and operating of the charity on a day to day basis. All trustees give their time freely and no trustee remuneration was paid in the year. Details of trustee expenses and related party transactions are disclosed in note 8 to the accounts.

Trustees are required to disclose all relevant interests in an annual disclosure and in accordance with the Trust's policy withdraw from any decisions where a conflict of interest arises.

The pay of the Director & Chief Executive and the Executive team is reviewed by Trustees annually and comparisons made to appropriate benchmarks.

SS Great Britain Trust

Report of the Board of Trustees

Year Ended 31 January 2018

LEGAL AND ADMINISTRATIVE INFORMATION

Registered charity number	262158
Registered company number	1000878
Registered office	No 1 Brunel Square Gas Ferry Road Bristol BS1 6UP
Patron	HRH The Duke of York KCVO ADC
Vice Presidents	Andrew Burn MC (deceased February 2018) Michael Hill MBE David Parkes Alderman Brian Richards JP Clive Richards OBE DL Roger Smedley MBE The Rt Hon the Lord Euan Strathcona and Mount Royal Capt Christopher Young RN (Rtd)

MEMBERS OF THE BOARD OF TRUSTEES AS AT 31 JANUARY 2018

Chairman	Colin Green CBE
Vice-chairman	Dinah Moore
Hon. Treasurer	Kerry Lock
Members	James Berresford Chris Booy OBE (retired June 2017) Dr Helen Doe Peaches Golding OBE Dr Campbell McMurray OBE (retired June 2017) Sam Mullins James McKenna (co-opted July 2017) Lucy Ramseyer (retired 28 Feb 2017) Prof. Ros Sutherland Jan Stam

SS Great Britain Trust

Report of the Board of Trustees

Year Ended 31 January 2018

LEGAL AND ADMINISTRATIVE INFORMATION continued

Guarantors

The legal members of the charitable company are known as "Guarantors". All members of the board of trustees and the following individuals are guarantors:

Mr Alan Aberg	Dr Campbell Mackenzie
Mr Michael Andrews	Mrs Cara MacMahon
Mr Chris Booy OBE	Dr Campbell McMurray
Mrs Janet Brinnand	Mr David Parkes
Mr Edward Cooke	Mrs Mary Prior MBE
Dr Tony Dickens	Alderman Brian Richards JP
Mr Richard Fitzgeorge Parker	Mr Clive Richards OBE DL
Dr Jo Gipps OBE	Mrs Jane Sharman CBE
Mr John & Mrs Lynne Griffin	Mr Roger Smedley MBE
Mr Michael Hill MBE	Mr David Sproxton CBE
Mr Don Jones	Mr Robert Stafford
Mr John Hollingdale	Mr Ken Stradling
Professor Andrew Lambert	The Rt Hon the Lord Euan Strathcona & Mount Royal
Mr Chris & Mrs Jill Legge	Dr Grant Watson OBE
Dr Malcolm Lewis	Captain Chris Young RN (Rtd)
Mr Stephen & Mrs Jean Macfarlane	Mrs Jean Young MBE
Dr Liz Mackenzie MBE	

SS Great Britain Trust

Report of the Board of Trustees

Year Ended 31 January 2018

LEGAL AND ADMINISTRATIVE INFORMATION (continued)

Director & Chief Executive Dr Matthew Tanner MBE LLD. (hon.) MA M.Phil FRSA

Company Secretary Angela Spreadbury CIMA

Key Management Personnel: Matthew Tanner
Sally Cordwell
Rhian Tritton
Angela Spreadbury
Louisa Pharaoh (until March 2017)

Bankers Lloyds Bank plc
3rd Floor
25 Gresham Street
London
EC2V 7HN

Handelsbanken
66 Queen Square
Bristol
BS1 4JP

Auditors Mazars LLP
90 Victoria Street
Bristol
BS1 6DP

Investment Managers Rathbones Investment Management Ltd
10 Queen Square
Bristol
BS1 4NT

SS Great Britain Trust

Report of the Board of Trustees

Year Ended 31 January 2018

BOARD OF TRUSTEES

Colin Green and Peaches Golding retire in rotation in accordance with the Articles of Association and cannot offer themselves for re-election this year.

RESPONSIBILITIES OF THE MEMBERS OF THE BOARD OF TRUSTEES

The Trustees (who are also directors of SS Great Britain Trust for the purposes of company law) are responsible for preparing the Report of the Board of Trustees; the Strategic Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 charitable company and of the group and of the incoming resources and application of resources, including income and expenditure, of the group for the year. In preparing those financial statements, the Trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and 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 charitable company will continue in operation.

The Trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charitable company and the group and which enable them to ensure that the financial statements comply with the Companies Act 2006 and the Charities Act 2011. They are also responsible for safeguarding the assets of the charitable company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Trustees are aware:

- there is no relevant audit information of which the charitable company's auditors are unaware; and
- the Trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

SS Great Britain Trust

Report of the Board of Trustees

Year Ended 31 January 2018

AUDITORS

A resolution to appoint Mazars as auditors for the ensuing year will be proposed at the annual general meeting in accordance with section 485 of the Companies Act 2006.

This report, including Strategic Report, was approved by order of the Board of Trustees on 17th May 2018.

Signed on behalf of the Board of Trustees:



C H Green CBE
Chairman



A Spreadbury CIMA
Company Secretary

Registered Office:
No 1 Brunel Square
Gas Ferry Road
Bristol
BS1 6UP

Independent auditor's report to the members and trustees of ss Great Britain Trust

Opinion

We have audited the financial statements of ss Great Britain Trust (the 'parent charity') and its appropriate subsidiaries (the 'group') for the year ended 31 January 2018 which comprise the Group Statement of Financial Activities, the Group Summary Income and Expenditure account, the Group and Parent Charitable Company Balance Sheets, the Group 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 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's and the parent charity's affairs as at 31 January 2018 and of the groups 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.

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 charity 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 the parent charity'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 Report of the Board of Trustees, 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

SS Great Britain Trust

Auditor's Report

Year Ended 31 January 2018

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 Report of the Board of Trustees which includes the Strategic Report and the Directors' Report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report included within the Report of the Board of Trustees has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the group and the parent charity and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report included within the Report of the Board of Trustees.

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 and proper 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 trustees' remuneration specific by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Trustees

As explained more fully in the trustees' responsibilities statement set out on page 12, 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 charity'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 charity 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

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Auditor's Report

Year Ended 31 January 2018

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 the audit 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.

Signed: 

Name: Richard Bott (Senior Statutory Auditor)

for and on behalf of Mazars LLP

Chartered Accountants and Statutory Auditor

90 Victoria Street

Bristol

BS1 6DP

Date: 21/5/18

SS Great Britain Trust

Group Statement of Financial Activities (including income and expenditure)

Year Ended 31 January 2018

	Note	Unrestricted Funds £	Restricted Funds £	Endowment Funds £	Total 2018 £	Total 2017 £
Income and Endowments from:						
Donations and Legacies		27,438	4,188,480	-	4,215,918	2,178,111
Other Trading Activities	2	1,892,046	18,833	-	1,910,879	1,739,294
Investment Income		1,711	-	238,741	240,452	165,117
Charitable activities						
Day Membership (including gift aid)		2,161,966	-	-	2,161,966	1,998,331
Members covenants and subscriptions		23,060	-	-	23,060	25,645
Total		4,106,221	4,207,313	238,741	8,552,275	6,106,498
Expenditure on:						
Cost of raising funds						
SS Great Britain Trading Limited	3	1,844,663	-	-	1,844,663	1,698,967
Fundraising and communications	4	92,494	-	-	92,494	152,503
Investment management fees		-	-	31,058	31,058	26,329
Charitable activities	5	2,564,537	968,951	-	3,533,488	3,254,201
Total		4,501,694	968,951	31,058	5,501,703	5,132,000
Net (expenditure)/income before investment (losses)/gains		(395,473)	3,238,362	207,683	3,050,572	974,498
(Losses)/Gains on investment assets						
– realised		-	-	(12,520)	(12,520)	60,697
– unrealised		-	-	421,329	421,329	910,923
Net incoming/(outgoing) resources						
before transfers	9	(395,473)	3,238,362	616,492	3,459,381	1,946,118
Transfers between funds	20	207,683	(355,739)	148,056	-	-
Net movement in funds for the year		(187,790)	2,882,623	764,548	3,459,381	1,946,118
Total funds brought forward		3,424,630	9,285,828	6,047,950	18,758,408	16,812,290
Total funds carried forward		3,236,840	12,168,451	6,812,498	22,217,789	18,758,408

All of the above are derived from continuing activities. All gains and losses recognised in the year are included in the Statement of Financial Activities.

SS Great Britain Trust

Group Income and Expenditure Account

Year Ended 31 January 2018

Summary Income and Expenditure Account for the year ended 31 January 2018

	Unrestricted Funds £	Restricted Funds £	2018 £	2017 £
Gross income	4,106,221	4,207,313	8,313,534	5,945,123
Total expenditure	4,501,694	968,951	5,470,645	5,105,671
Net (expenditure)/income for the year	<u>(395,473)</u>	<u>3,238,362</u>	<u>2,781,889</u>	<u>839,452</u>

The summary income and expenditure account is derived from the Statement of Financial Activities on page 17 and excludes endowment funds.

In accordance with the provisions of the Companies Act 2006, a separate income and expenditure account dealing with the results of the parent company only has not been presented. The net incoming resources for the charity only for the year were £2,972,394 (2017: £1,065,568).

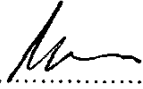
SS Great Britain Trust

Balance Sheets

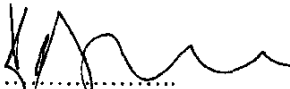
Year Ended 31 January 2018

	Note	Group 2018 £	2017 £	Company 2018 £	2017 £
FIXED ASSETS					
Tangible fixed assets	11	14,164,542	10,400,645	14,151,785	10,383,953
Investments	12	6,812,598	6,048,050	200	200
		20,977,140	16,448,695	14,151,985	10,384,153
CURRENT ASSETS					
Stocks	13	120,825	108,557	-	-
Debtors	14	688,824	586,954	637,799	749,475
Cash at bank and in hand	15	1,570,953	2,318,018	1,488,386	2,047,446
		2,380,602	3,013,529	2,126,185	2,796,921
CREDITORS: Amounts falling due in one year	16	<u>(1,139,953)</u>	<u>(703,816)</u>	<u>(995,120)</u>	<u>(575,636)</u>
NET CURRENT ASSETS		<u>1,240,649</u>	<u>2,309,713</u>	<u>1,131,065</u>	<u>2,221,285</u>
TOTAL ASSETS LESS CURRENT LIABILITIES	19	<u>22,217,789</u>	<u>18,758,408</u>	<u>15,283,050</u>	<u>12,605,438</u>
FUNDS					
Endowment funds	21	6,812,498	6,047,950	-	-
Restricted funds	22	12,168,451	9,285,828	12,168,451	9,285,828
Unrestricted funds:					
Designated funds	23	532,912	495,048	532,912	495,048
Reserve fund		400,000	400,000	400,000	400,000
General funds		2,303,928	2,529,582	2,181,687	2,424,562
		3,236,840	3,424,630	3,114,599	3,319,610
TOTAL FUNDS		<u>22,217,789</u>	<u>18,758,408</u>	<u>15,283,050</u>	<u>12,605,438</u>

These financial statements were approved by the Board of Trustees and authorised for issue on 17th May 2018 and are signed on their behalf by:



 C H Green CBE
 (Chairman)



 K Lock
 (Hon Treasurer)

SSGreat Britain Trust**Group Cash Flow Statements****Year Ended 31 January 2018**

	2018 £	2017 £
Cash used in operating activities	3,646,943	1,452,705
Investment income	240,452	165,117
Purchase of tangible fixed assets	(4,278,721)	(1,010,045)
Purchase of investments	(355,739)	(84,924)
Increase/(decrease) in cash and cash equivalents in the year	<u>(747,065)</u>	<u>522,853</u>
Cash and cash equivalents at beginning of the year	2,318,018	1,795,165
Total cash and cash equivalents at the end of the year (note 15)	<u>1,570,953</u>	<u>2,318,018</u>

**RECONCILIATION OF NET INCOME TO NET
CASH INFLOW FROM OPERATING ACTIVITIES**

	2018 £	2017 £
Net income for the year	3,050,572	974,498
Investment income	(240,452)	(165,117)
Depreciation and loss on disposal	514,824	526,960
Decrease/(Increase) in stocks	(12,268)	24,058
(Increase) in debtors	(101,870)	(208,849)
Increase in creditors	436,137	301,155
Cash used in operating activities	<u>3,646,943</u>	<u>1,452,705</u>

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

GENERAL INFORMATION

SS Great Britain Trust is a charitable company limited by guarantee, incorporated in England and Wales, company number is 1000878 and charity number is 262158. Its registered office, and that of its subsidiary, is 1 Brunel Square, Bristol BS1 6UP.

1. ACCOUNTING POLICIES

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

Basis of accounting

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 (FRS102) (effective 1 January 2015) – (Charities SORP (FRS102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) and the Companies Act 2006.

SS Great Britain Trust meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy notes.

The presentation currency is sterling and the accounts are rounded to the nearest £. The comparative information is for the year ended 31 January 2017.

Preparation of the accounts on a going concern basis

The Trustees consider that there are no material uncertainties about the Trust's ability to continue as a going concern, since it can meet liabilities as they fall due because of the level of assets currently held.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and its subsidiaries, SS Great Britain Trading Limited and The SS Great Britain Endowment Trust, on a line by line basis. A separate statement of financial activities, or income and expenditure account, for the charitable company itself is not presented because the charitable company has taken advantage of the exemptions afforded by section 408 of the Companies Act 2006 and SORP (FRS 102).

Incoming resources

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received and the amount can be measured reliably. Income comprises donations and grants received by the company together with income from fund-raising and the trading subsidiary, exclusive of Value Added Tax where applicable. Donations, legacy and fund-raising income are recognised on a received basis. Grants and income from trading are recognised on a receivable basis. Visitors purchase a ticket on their first visit and any further visits during the year are free. All ticket sale income is recognised at point of sale.

Resources expended

Resources expended are recognised in the period in which they are incurred. Resources expended are allocated to a particular activity where the cost relates directly to that activity.

General support costs are allocated to charitable activities based on the proportion of core staff attributable to each activity.

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

1. ACCOUNTING POLICIES (continued)

Provisions for termination benefits are recognised only when the company is demonstrably committed to terminate the employment of an employee or group of employees or to provide termination benefits as a result of an offer made in order to encourage voluntary redundancy.

Endowment fund

Net income derived from the endowment fund is transferred to unrestricted funds and is available for the Trust to use to further its objects.

Tangible fixed assets

Tangible fixed assets held for use by the group are stated at cost less depreciation.

Expenditure on the dock and conservation equipment which surround the hull of the SS Great Britain has been included in the balance sheet as fixed assets.

Expenditure on interpretation assets placed around and inside the hull of the SS Great Britain has been included in the balance sheet as fixed assets.

Heritage assets

It is the policy of the Board not to capitalise heritage assets in the museum collection.

The Board considers that financial valuations of heritage assets would be misleading to the value and significance of the material culture involved. In many cases reliable cost information is not available or there are significant costs involved in obtaining a valuation that would outweigh any benefits. However, it is very important for a museum to account to the public for the management and care for the collections entrusted to it. High standards of Collections Management are applied to the collection in order to preserve and manage it on behalf of, and to make it available to, the public. An Accession Register and full records are kept on the collection, its provenance, and its donors. These are made available for all enquiries and requests, subject to appropriate security and data protection guidelines. The museum is Accredited with Arts Council England, and achieves Good or Best Practice in all categories within the definitive "Benchmarks in Collections Care" protocols.

Conservation expenditure incurred on heritage assets, including the hull of the SS Great Britain, has been written off to the Statement of Financial Activities.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Leasehold property	Straight line over 10 or 50 years
Dock and conservation equipment	Straight line over 10 or 25 years
Access and interpretation assets	Straight line over 5, 10 or 20 years
Furniture and equipment	10 - 33% straight line or 20 - 25% reducing balance

The development projects have not been depreciated. Depreciation will be charged from the completion of the relevant project to which the expenditure relates after transfer to the appropriate fixed asset category.

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

1. ACCOUNTING POLICIES (continued)

Stocks

Stocks, all of which relate to SS Great Britain Trading Limited, are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered. Prepayments are valued at the amount relating to future periods.

Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

Creditors and provisions

Creditors and provisions are recognised where the charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

Financial Instruments

The Trust only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

Operating lease and hire purchase agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against income as incurred. Assets purchased 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 the Statement of Financial Activities so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Investments

Investments are stated at market value at the balance sheet date. The Statement of Financial Activities includes the net gains and losses arising on revaluation and disposals throughout the year.

Pension costs

The company operates a defined contribution group personal pension. Amounts payable by the company are charged to the Statement of Financial Activities.

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

2. OTHER TRADING ACTIVITIES

	Group		Company	
	2018	2017	2018	2017
	£	£	£	£
Unrestricted				
Income from fundraising	18,000	17,083	18,000	17,083
Income from SS Great Britain Trading Limited (see note 3)	1,874,046	1,699,044	-	-
Facility Fee from SS Great Britain Trading Limited	-	-	114,996	114,996
	<u>1,892,046</u>	<u>1,716,127</u>	<u>132,996</u>	<u>132,079</u>
Restricted				
Income from fundraising	18,833	23,167	18,833	23,167
	<u>1,910,879</u>	<u>1,739,294</u>	<u>151,829</u>	<u>155,246</u>

3. NET INCOME FROM TRADING ACTIVITIES OF SUBSIDIARY

The principal activities of the subsidiary SS Great Britain Trading Limited (company number 00999528) were those of providing a retail, catering and function business at the SS Great Britain. A summary of the results and balance sheet of SS Great Britain Trading Limited is set out below.

	2018	2017
	£	£
Turnover	1,874,047	1,699,044
Expenditure	(1,846,338)	(1,696,130)
Intra-group recharges, income and expenses	84,224	93,932
Governance costs	(2,887)	(2,832)
Retained profit for the year	<u>109,046</u>	<u>94,014</u>
Prior year distribution	(91,823)	(185,077)
Balance brought forward	105,134	196,197
Balance carried forward	<u>122,357</u>	<u>105,134</u>
Assets	293,302	454,684
Liabilities	(170,945)	(349,550)
Net assets	<u>122,357</u>	<u>105,134</u>

SS Great Britain Trust**Notes to the Financial Statements****Year Ended 31 January 2018**

4. FUNDRAISING AND COMMUNICATIONS

Expenditure amounted to £92,494 compared with £152,503 last year. The decrease in costs is driven by a reduction in the number of fundraising staff employed.

5. CHARITABLE EXPENDITURE

	Group		Company	
	2018	2017	2018	2017
	£	£	£	£
Conservation and Maintenance (see note 6)	1,267,636	1,284,807	1,272,891	1,292,900
Curatorial and Education (see note 7)	1,499,394	1,238,966	1,498,767	1,238,966
Brunel Institute Project	60,478	58,062	60,400	58,062
Day Membership and Advertising	705,980	672,366	705,980	672,365
Management charge by SS Great Britain Trading Limited	-	-	190,732	200,835
	<u>3,533,488</u>	<u>3,254,201</u>	<u>3,728,142</u>	<u>3,463,128</u>

6. CONSERVATION AND MAINTENANCE COSTS

Group	Unrestricted	Restricted	2018 Total	2017 Total
	£	£	£	£
Conservation and Dehumidification	170,594	-	170,594	175,637
Maintenance	389,764	-	389,764	426,994
Depreciation	-	283,931	283,931	275,741
Support Costs (see note 8)	353,252	70,095	423,347	406,435
	<u>913,610</u>	<u>354,026</u>	<u>1,267,636</u>	<u>1,284,807</u>

7. CURATORIAL AND EDUCATION COSTS

Group and Company	Unrestricted	Restricted	2018 Total	2017 Total
	£	£	£	£
Curatorial	395,581	295,419	691,000	349,030
Education	164,839	90,483	255,322	340,853
Depreciation	10,455	58,792	69,247	84,586
Support Costs (see note 8)	403,716	80,109	483,825	464,497
	<u>974,591</u>	<u>524,803</u>	<u>1,499,394</u>	<u>1,238,966</u>

The increase in Curatorial costs has been driven by increased restricted spend on Being Brunel and International project.

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

8. SUPPORT COSTS

Group and Company	Unrestricted £	Restricted £	2018 Total £	2017 Total £
Wages and Salaries	640,651	-	640,651	543,511
Establishment Costs	160,373	-	160,373	159,703
Legal and Professional fees	7,000	-	7,000	-
Finance Costs	15,167	-	15,167	18,224
Depreciation	92,067	65,644	157,711	162,252
Marketing and PR	173,121	174,682	347,803	402,482
Governance	26,657	-	26,657	18,623
Other overheads	96,114	-	96,114	88,696
	1,211,150	240,326	1,451,476	1,393,491

Support costs have been allocated to charitable activities as shown in the table below. The allocation is based on the proportion of core staff attributable to each activity.

The increase in Support costs is made up of increases in wages as the organisation increases its capacity and a number of previously vacant positions in the structure were filled.

Governance costs of £4,567 (2017: £4,462) incurred by the subsidiary are included in SS Great Britain Trading Limited expenditure.

During the year the Trust made purchases of goods and services of £702 from Aardman Animations. Kerry Lock, a member of the Board of Trustees is Finance Director at Aardman Animations. This transaction was carried out on an arm's length basis and there was no balance outstanding at the year end.

Group and Company	Unrestricted £	Restricted £	2018 Total £	2017 Total £
Conservation and Maintenance	353,252	70,095	423,347	406,435
Curatorial and Education	403,716	80,109	483,825	464,497
Brunel Institute Project	50,464	10,014	60,478	58,062
Day membership	403,718	80,108	483,826	464,497
	1,211,150	240,326	1,451,476	1,393,491

9. NET INCOME FOR THE YEAR

The net income is stated after charging:

	Group		Company	
	2018 £	2017 £	2018 £	2017 £
Depreciation	514,824	526,960	510,889	522,581
Operating lease costs – plant and machinery	5,494	4,945	5,494	4,945
Expenditure on Designated projects				
from prior year surpluses	444,681	376,183	376,183	376,183
Audit related services	8,085	7,945	5,185	5,035
Non audit related accountancy services	1500	750	1500	750

During the year no members of the Board of Trustees or related parties received any remuneration. Five trustees received travel expenses totalling £3,263 (2017: 4 trustees received total of £2,031 in travel exps).

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

During the year 3 Trustees made donations totalling £2,743 (2017: 6 trustees donated a total of £4,660).

10. PARTICULARS OF EMPLOYEES

The average monthly headcount was 94 staff (2017: 87) and the average number of full time equivalent staff (including casual and part time staff) employed by the group during the financial year amounted to:

	Group 2018	2017	Company 2018	2017
Curatorial/Education	16	13	16	13
Office and management	9	12	7	9
Communications and fundraising	11	11	11	11
Preservation	7	8	7	8
Development	2	2	2	2
Commercial Staff	<u>32</u>	<u>31</u>	<u>--</u>	<u>--</u>
	<u>77</u>	<u>77</u>	<u>43</u>	<u>43</u>

The aggregate payroll costs of the above were:

	Group 2018	2017	Company 2018	2017
	£	£	£	£
Wages and salaries	1,900,973	1,811,041	1,237,698	1,154,817
Social security costs	150,561	154,309	117,494	108,956
Other pension costs	57,814	58,925	46,406	43,370
Other staff benefits	9,566	6,207	4,483	3,884
Redundancy and termination payments	-	12,415	-	-
	<u>2,118,914</u>	<u>2,042,897</u>	<u>1,406,081</u>	<u>1,311,027</u>

There were no redundancy and termination payments made in the year (2017: payments relate to one member of staff).

One employee earned remuneration in the range £90,000 to £100,000 per annum (2017: one employee in the range £90,000 to £100,000) and one employee earned remuneration in the range of £60,000 to £70,000 (2017: no employees). A total of £290,915 (2017: £371,830) was paid in respect of salary and benefits for key management personnel (total 5 staff. 6 staff in 2017).

Staff costs, including pension, are charged against the appropriate fund based on work undertaken.

Pension Commitments

The group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the group to the fund and amounted to £57,814 (2017 - £58,925). Contributions totalling £10,384 (2017 - £9,140) were payable to the fund at the balance sheet date and are included in creditors.

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

11. TANGIBLE FIXED ASSETS

Group	Long leasehold property £	Dock and conservation equipment £	Access and interpretation assets £	Furniture and equipment £	Total £
COST OR VALUATION					
At 1 February 2017	7,821,685	5,954,310	3,449,105	392,265	17,617,365
Additions	4,140,666	81,895	56,160	-	4,278,721
Disposals	-	-	-	(2,844)	(2,844)
Transfers	-	-	-	-	-
At 31 January 2018	<u>11,962,351</u>	<u>6,036,205</u>	<u>3,505,265</u>	<u>389,421</u>	<u>21,893,242</u>
DEPRECIATION					
At 1 February 2017	1,273,790	2,730,080	2,905,432	307,418	7,216,720
Charge for the year	163,511	246,362	75,630	29,321	514,824
Elimination on disposal	-	-	-	(2,844)	(2,844)
At 31 January 2018	<u>1,437,301</u>	<u>2,976,442</u>	<u>2,981,062</u>	<u>333,895</u>	<u>7,728,700</u>
NET BOOK VALUE					
At 31 January 2018	<u>10,525,050</u>	<u>3,059,763</u>	<u>524,203</u>	<u>55,526</u>	<u>14,164,542</u>
At 31 January 2017	<u>6,547,895</u>	<u>3,224,230</u>	<u>543,673</u>	<u>84,847</u>	<u>10,400,645</u>

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

11. TANGIBLE FIXED ASSETS (continued)

Company	Long leasehold property £	Dock and conservation equipment £	Access and interpretation assets £	Furniture and equipment £	Total £
COST OR VALUATION					
At 1 February 2017	7,821,685	5,954,310	3,449,105	354,348	17,579,448
Additions	4,140,666	81,895	56,160	-	4,278,721
Disposals	-	-	-	-	-
Transfers	-	-	-	-	-
At 31 January 2018	<u>11,962,351</u>	<u>6,036,205</u>	<u>3,505,265</u>	<u>354,348</u>	<u>21,858,169</u>
DEPRECIATION					
At 1 February 2017	1,273,790	2,730,080	2,905,432	286,193	7,195,495
Charge for the year	163,511	246,362	75,630	25,386	510,889
Elimination on disposal	-	-	-	-	-
At 31 January 2018	<u>1,437,301</u>	<u>2,976,442</u>	<u>2,981,062</u>	<u>311,579</u>	<u>7,706,384</u>
NET BOOK VALUE					
At 31 January 2018	<u>10,525,050</u>	<u>3,059,763</u>	<u>524,203</u>	<u>42,769</u>	<u>14,151,785</u>
At 31 January 2017	<u>6,547,895</u>	<u>3,224,230</u>	<u>543,673</u>	<u>68,155</u>	<u>10,383,953</u>

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

12. INVESTMENTS

Group

	National Savings	Listed Investment Portfolio	Cash	Total
	£	£	£	£
Market value at 1 February 2017	100	5,850,919	197,031	6,048,050
Additions	-	757,698	-	757,698
Disposals	-	(413,809)	-	(413,809)
Investment gains	-	394,380	-	394,380
Cash movement	-	-	26,279	26,279
Market value at 31 January 2018	100	6,589,188	223,310	6,812,498
Historical cost	100	4,643,736	223,310	4,867,046

Included within investments is £223,310 (2017: £197,031) of cash which is to be used for reinvestment. Further information on the Endowment Fund is in note 21.

Company

COST AND NET BOOK VALUE

At 1 February 2017 and 31 January 2018:

	2018	2017
	£	£
Shares in SS Great Britain Trading Limited	100	100
National Savings	100	100
	200	200

SS Great Britain Trading Limited is a wholly owned subsidiary, incorporated in the UK.

13. TRADING INVENTORIES

Group

	2018	2017
	£	£
Opening Stocks	108,557	132,615
Purchases	418,488	330,556
Less COS	(406,220)	(354,614)
Closing Stocks	120,825	108,557

Stock recognised in cost of sales during the year as an expense was £406,220 (2017: £354,614)

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

14. DEBTORS

	Group		Company	
	2018	2017	2018	2017
	£	£	£	£
Trade Debtors	71,176	41,485	-	-
Amounts owed by group undertakings	-	-	26,127	219,382
VAT recoverable	56,548	21,386	56,548	23,920
Prepayments and accrued income	561,100	524,083	555,124	506,173
	<u>688,824</u>	<u>586,954</u>	<u>637,799</u>	<u>749,475</u>

**15. CASH AT BANK AND IN HAND
(Being cash and cash equivalents)**

	Group		Company	
	2018	2017	2018	2017
	£	£	£	£
Restricted funds	728,518	1,143,756	728,518	1,143,756
Unrestricted funds:				
Reserve fund	400,000	400,000	400,000	400,000
Designated funds	584,616	525,421	584,616	525,421
General funds	(142,181)	248,841	(224,748)	(21,731)
	<u>1,570,953</u>	<u>2,318,018</u>	<u>1,488,386</u>	<u>2,047,446</u>

Of the £1,570,953 cash held, the free cash balance is £640,091 (see Reserves on page 6)

16. CREDITORS: Amounts falling due within one year

	Group		Company	
	2018	2017	2018	2017
	£	£	£	£
Trade Creditors	745,150	325,233	660,608	281,672
Amounts owed to group undertakings	-	-	-	-
PAYE and social security	42,242	41,692	33,731	30,968
Accruals and deferred income	352,561	336,891	300,781	262,996
	<u>1,139,953</u>	<u>703,816</u>	<u>995,120</u>	<u>575,636</u>

Income is deferred when it relates to a future event. Income deferred for the year is £71,259 (2017: £83,750).

17. COMMITMENTS

Capital Commitments

At 31 January 2018 the group had £1,263,708 capital commitments outstanding on the Being Brunel project. This is fully funded by restricted funding.

Commitments under operating leases:

At 31 January 2018 the group and company had annual commitments under non-cancellable operating leases as set out opposite:

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

Group and Company	Assets other than land and buildings	
	2018 £	2017 £
Within 1 year	19,106	4,945
Within 2 – 5 years	70,872	1,623

The rise in operating lease commitments is the result is the Trust entered a 5 year lease for provision of audio guides during the year.

18. LEGAL STATUS

The charity is a company limited by guarantee and has no share capital. The liability of each guarantor in the event of winding-up is limited to £5.

19. NET ASSETS

Group

	Unrestricted		Restricted Funds £	Endowment Fund £	Total £
	General Funds £	Designated and reserve funds £			
Tangible fixed assets	2,596,749	-	11,567,793	-	14,164,542
Investments	100	-	-	6,812,498	6,812,598
Cash	(142,181)	984,616	728,518	-	1,570,953
Current assets	392,832	-	416,817	-	809,649
Current liabilities	(543,572)	(51,704)	(544,677)	-	(1,139,953)
	2,303,928	932,912	12,168,451	6,812,498	22,217,789

Company

	Unrestricted		Restricted Funds £	Total £
	General Funds £	Designated and reserve funds £		
Tangible fixed assets	2,583,992	-	11,567,793	14,151,785
Investments	200	-	-	200
Cash	(224,748)	984,616	728,518	1,488,386
Current assets	220,982	-	416,817	637,799
Current liabilities	(398,739)	(51,704)	(544,677)	(995,120)
	2,181,687	932,912	12,168,451	15,283,050

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

20.

FUNDS

GROUP	Balance	Movement in funds				Balance
	1 February 2017 £	Incoming Resources £	Expenditure £	Gains £	Transfers £	31 January 2018 £
Endowment Fund	6,047,950	238,741	(31,058)	408,809	148,056	6,812,498
Restricted funds	9,285,828	4,207,313	(968,951)	-	(355,739)	12,168,451
Unrestricted funds:						
Designated funds	495,048	-	(451,803)	-	489,667	532,912
Reserve funds	400,000	-	-	-	-	400,000
General funds	2,529,582	4,106,221	(4,049,891)	-	(281,984)	2,303,928
	3,424,630	4,106,221	(4,501,694)	-	207,683	3,236,840
	18,758,408	8,552,275	(5,501,703)	408,809	-	22,217,789

COMPANY

	£	£	£	£	£	£
Restricted funds	9,285,828	4,207,313	(968,951)	-	(355,739)	12,168,451
Unrestricted funds:						
Designated funds	495,048	-	(451,803)	-	489,667	532,912
Reserve funds	400,000	-	-	-	-	400,000
General funds	2,424,559	2,646,677	(2,399,882)	-	(489,667)	2,181,687
	3,319,607	2,646,677	(2,851,685)	-	-	3,114,599
	12,605,435	6,853,990	(3,820,636)	-	(355,739)	15,283,050

21. ENDOWMENT FUND

The Endowment Fund represents the movement on the investment portfolio of the subsidiary charity called The SS Great Britain Endowment Trust (charity number 262158.1).

The net income earned by the Endowment Fund during the year amounted to £207,683 (2017: £135,046) and this has been treated as a transfer from the Endowment Fund to unrestricted funds.

The capital value of the Endowment Fund increased by £764,548 (2017: increase of £1,056,544) during the year due to realised losses on the disposal of investments of £12,520 (2017: gains of £60,697) and unrealised gains on revaluation at the year end of £421,329 (2017: gains of £910,923). In addition, the Trust received restricted donations of £236,567. £355,739 of restricted funds were transferred to the Endowment Fund in the year.

Included within Endowment Funds is an investment revaluation reserve of £1,976,652 (2017:

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

£1,555,323).

22. RESTRICTED FUNDS

Restricted funds comprise the following amounts held for specific purposes:

	Balance 1 February 2017 £	Movement in funds:			Balance 31 January 2018 £
		Incoming Resources £	Expenditure £	Transfers £	
Fixed asset funds					
Ship interpretation and dockyard assets	3,527,519	-	(282,587)	-	3,244,932
Brunel Institute	2,940,052	-	(78,551)	-	2,861,501
Engine	339,203	-	(45,885)	-	293,318
Dry Dock	24,825	-	(1,344)	-	23,481
Being Brunel	1,003,895	-	-	4,140,666	5,144,561
	7,835,494	-	(408,367)	4,140,666	11,567,793
Revenue funds					
Being Brunel	1,223,525	3,540,049	(60,879)	(4,248,318)	454,377
Brunel Institute	14,526	46,150	(60,676)	-	-
Museums and Schools	72,476	78,624	(62,105)	-	88,995
Digital Project	93,676	84,261	(174,682)	-	3,255
International Project	16,536	52,000	(57,572)	-	10,964
Education	18,075	18,000	-	-	36,075
Acquisitions	-	82,817	(82,817)	-	-
Overseas travel grant	-	1,125	(853)	-	272
Museum Upgrade	-	61,000	(61,000)	-	-
Top Mast replacement	-	6,720	-	-	6,720
Endowment Fund	11,520	236,567	-	(248,087)	-
	1,450,334	4,207,313	(560,584)	(4,496,405)	600,658
	9,285,828	4,207,313	(968,951)	(355,739)	12,168,451

Restricted fund transfers:

£4,140,666 relating to Being Brunel capital build was transferred from revenue to fixed asset funds.

£355,739 was transferred into the Catalyst Endowment Fund, made up of £248,087 of restricted income and £107,652 of income which was transferred from Being Brunel at the donor's request.

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

22. RESTRICTED FUNDS (continued)

Restricted fixed asset funds

These funds are represented by tangible fixed assets financed by grants and donations given for these specific purposes. Such assets are written off over their estimated useful life and the expenditure charged to these funds is the depreciation of these assets.

Ship interpretation and dockyard assets

This fund is represented by assets acquired for the long term preservation of the ship and was financed by the sums received from the Heritage Lottery Fund together with the partnership element of funding the Trust raised from other sources.

Brunel Institute

The Brunel Institute fixed asset fund relates to funds raised towards the capital costs of creating the Brunel Institute.

Engine fund

The Engine fund has been used to recreate and maintain a replica Ship's Engine and associated facilities.

New masts

The new masts fund is made up of money received from the Gulbenkian prize and other donations arising from the mast appeal. It also includes monies received for the replacement of the mizzen mast as part of the Go Aloft! Project.

Dry dock

The dry dock fund has been used for the purpose of reducing the water ingress and the energy costs of operating the controlled environment in the dock. This fund was transferred from revenue funds during the year.

Being Brunel

This asset is work in progress and consists of the redevelopment of the buildings on the north side of the dry dock to house a Brunel Museum and the opening of the Drawing Office. £4.1 million has been transferred from restricted revenue funds to recognise the capital element of the project expended during the year.

Revenue funds

Revenue funds are financed by grants and donations given for the specific revenue purposes set out below.

Being Brunel

The redevelopment of the buildings on the north side of the dry dock to house a Brunel Museum and the opening of the Drawing Office.

NHMF (HLF) has awarded £4.9 million grant and DCMS have awarded £620k towards this project.

NHMF have taken out a legal charge against the site.

The Brunel Institute fund

The Brunel Institute fund relates to funds raised for the revenue costs of creating and the subsequent running of the Brunel Institute.

SS Great Britain Trust

Notes to the Financial Statements

Year Ended 31 January 2018

Museum and Schools

Working in collaboration with the Science Museum, this is a project funded by Arts Council England aimed at keeping children engaged in education as they transition between primary and secondary school.

Digital Project

Art Council England have awarded a grant that will enable the delivery of a fully-integrated group of digital systems that will provide a seamless visitor/customer experience. This is a 3 year programme.

Opening up the World of the SS Great Britain (International project)

A grant was received from the Arts Council England to enable the use of the designated collection to open up the international impact of the SS Great Britain's voyages and share these findings with national, international and diverse audiences by telling compelling stories about passengers and crew.

Education Programme

Monies received towards the various Education programmes that are made available to children of school age, including the Future Brunels project which has a cohort from each of the senior school years.

Acquisitions

Grants and donations were received to fund the purchase of several lots of Sir Marc Brunel material that came up for auction.

Museum Upgrade

An award was made from the DCMS/Wolfson Museums and Galleries Improvement Fund to upgrade the Dockyard Museum.

Endowment Fund

The Trust received donations of £236,537 which were applied according to the wishes of the donor to the Endowment Fund.

23. DESIGNATED FUNDS

	2018	2017
	£	£
Opening Balance	495,048	448,211
Utilised	(451,803)	(376,183)
New designations	489,667	423,020
Closing Balance	<u>532,912</u>	<u>495,048</u>

Designated funds represent unrestricted funds set aside by Trustees for current and approved projects. The total amount set aside for the year was not fully utilised as several projects have been delayed until the current year.

Of the £451,803 designated funds utilised, £138,055 was capitalised and £313,748 was expended.

SS Great Britain Trust

Group Statement of Financial Activities (including income and expenditure)

Year Ended 31 January 2017

Group Statement of Financial Activities for year ended 31st January 2017 for comparative purposes

	Note	Unrestricted Funds £	Restricted Funds £	Endowment Funds £	Total 2017 £	Total 2016 £
Income and Endowments from:						
Donations and Legacies		42,850	2,135,261	-	2,178,111	918,723
Other Trading Activities	2	1,716,127	23,167	-	1,739,294	2,116,881
Investment Income		3,742	-	161,375	165,117	145,303
Charitable activities						
Day Membership (including gift aid)		1,998,331	-	-	1,998,331	2,049,236
Members covenants and subscriptions		24,595	1,050	-	25,645	27,171
Total		3,785,645	2,159,478	161,375	6,106,498	5,257,314
Expenditure on:						
Cost of raising funds						
SS Great Britain Trading Limited	3	1,698,967	-	-	1,698,967	1,836,967
Fundraising and communications	4	152,503	-	-	152,503	204,406
Investment management fees		-	-	26,329	26,329	24,815
Charitable activities	5	2,515,050	739,151	-	3,254,201	3,120,261
Total		4,366,520	739,151	26,329	5,132,000	5,186,449
Net (expenditure)/income before investment (losses)/gains		(580,875)	1,420,327	135,046	974,498	70,865
(Losses)/Gains on investment assets						
– realised		-	-	60,697	60,697	(19,349)
– unrealised		-	-	910,923	910,923	(304,835)
Net (expenditure)/income before transfers	9	(580,875)	1,420,327	1,106,666	1,946,118	(253,319)
Transfers between funds	19	135,046	(84,924)	(50,122)	-	-
Net movement in funds for the year		(445,829)	1,335,403	1,056,544	1,946,118	(253,319)
Total funds brought forward		3,870,459	7,950,425	4,991,406	16,812,290	17,065,609
Total funds carried forward		3,424,630	9,285,828	6,047,950	18,758,408	16,812,290

All of the above are derived from continuing activities. All gains and losses recognised in the year are included in the Statement of Financial Activities.