

Company Number: 1644669



CYCLISTS' TOURING CLUB

(CENTRAL) LIMITED

FINANCIAL STATEMENTS

30 SEPTEMBER 2019

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CYCLISTS' TOURING CLUB (CENTRAL) LIMITED

Financial statements for the year ended 30 September 2019

Directors, officers and advisers

Directors

Dr. J Atherton
J Hills
D N Howard
J M Naughton (resigned 31 December 2018)

Auditor

Buzzacott LLP
Chartered Accountants
Statutory Auditor
130 Wood Street
London
EC2V 6DL

Secretary

Paul Tuohy (resigned 30 April 2020)
Phil Hall (appointed 1 May 2020)

Solicitors

Veale Wasbrough Vizards LLP

Second Floor
3 Brindley Place
Birmingham
B1 2JB

Registered office

Parklands
Railton Road
Guildford
Surrey
GU2 9JX

Bankers

Royal Bank of Scotland
10 North Street
Guildford
GU1 4AF

Company number

Report of the directors

The directors present their report and financial statements for the year ended 30 September 2019.

Principal activities

The principal activity of the company is the operation of Cyclists' Touring Club's ("CTC's") national cycling events.

Directors

The directors of the company who served during the year were:

Dr. J Atherton
J Hills
D N Howard
J M Naughton (resigned 31 December 2018)

No director has any interest in the shares of the company.

Charitable contribution

The company has entered into an agreement with its parent undertaking, Cyclists' Touring Club, to pay an annual sum equal to the company's taxable profit before Gift Aid in each accounting period under the Gift Aid rules. This amounted to £36,399 (2018 £33,478).

Future Plans

During the period from 30 September 2019 to the date that the financial statements were approved, the coronavirus (Covid-19) outbreak had spread worldwide and caused extensive disruption to businesses as well as economic activities globally with no exception for the UK.

We have considered the effects of the 2020 outbreak of Covid-19 on the company's operations and have concluded that the impact on it is likely to include:

- The cancellation of all national cycling events and fundraising activities to at least the end of August 2020.

Following the advice issued by the UK Government in March 2020 regarding employees working from home and other social distancing measures, we have enacted procedures to facilitate this as far as possible and have a detailed plan that enables effective support functions such as finance and administration to continue. However, it has not been possible to continue our events programme and activities due to the social distancing measures and restrictions on travel and group activities.

The Directors acknowledge and recognise the potential impact of the Covid-19 pandemic on the future operations of the company, its partners and stakeholders and our wider society. As well as the personal risk to health of our staff and volunteers, the company expects to lose planned income as the result of the cancellation of events. It is not possible to know the full extent and duration of the impact of the Covid-19 pandemic on the company and this is therefore the principal risk and uncertainty which the Directors will continue to seek to manage.

The directors do not believe there are material uncertainties relating to the company's financial position which may threaten its going concern status.

Financial Summary

The Company expects to reimburse any direct costs payable to CTC (Central) Ltd incurred for cancelled bookings and expect that this will reduce the 2019/20 charitable contribution payable to its parent undertaking.

However, the Directors are confident that the retained profit will be sufficient to maintain the operations of the company until such a time that events, activities, and commission income will be rescheduled. We therefore do not believe that the coronavirus pandemic presents a material uncertainty about the company's ability to continue

as a going concern.

Statement of directors' responsibilities

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including Financial Reporting Standard 102 section 1A, 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland'.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently.
- make judgements and estimates that are reasonable and prudent.
- state whether applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Each of the directors confirms that:

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

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions. This confirmation is given and should be interpreted in accordance with the provisions of S418 of the Companies Act 2006.

CTC (Central) Limited is a private company limited by share capital, incorporated in England and Wales.

Small Company provisions

This report has been prepared in accordance with the provisions applicable to companies subject to the small companies' regime as set out in Financial Reporting Standard 102 Section 1A and under Part 15 of the Companies Act 2006.



On behalf of the board of directors
Dr. J Atherton 21 May 2020

Independent auditor's report to the member of Cyclists' Touring Club (Central) Limited

Opinion

We have audited the financial statements of Cyclists' Touring Club (Central) Limited (the 'company') for the year ended 30 September 2019 which comprise the profit and loss account, the balance sheet and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including 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 company's affairs as at 30 September 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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.

Emphasis of matter – Effects of COVID-19

We draw attention to the accounting policies and Note 6, which describe the economic and social disruption the company is facing as a result of COVID-19 which is impacting the activities of the company. Our opinion is not modified in respect of this matter.

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 directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the 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 directors are responsible for the other information. The other information comprises the information included in the 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.

Opinion on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

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

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

Responsibilities of directors

As explained more fully in the statement of Directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the 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 company's member, 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 member 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 member as a body, for our audit work, for this report, or for the opinions we have formed.

Edward Finch (Senior Statutory Auditor)
For and on behalf of Buzzacott LLP, Statutory Auditor
130 Wood Street
London
EC2V 6DL

BALANCE SHEET - 30 SEPTEMBER 2019

	2019		2018	
	£	£	£	£
CURRENT ASSETS				
Debtors	3,954		5,428	
Cash at bank and in hand	<u>78,896</u>		<u>74,439</u>	
		82,850		79,867
CREDITORS , amounts falling due within one year:				
Amounts due to group companies	36,399		33,478	
Sundry creditors	<u>2,612</u>		<u>2,550</u>	
		39,011		36,028
NET CURRENT ASSETS		<u>43,839</u>		<u>43,839</u>
Share capital (Note 3)		3		3
Profit and loss account		<u>43,836</u>		<u>43,836</u>
Shareholder's funds		<u>43,839</u>		<u>43,839</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime as set out in Financial Reporting Standard 102 Section 1A and under Part 15 of the Companies Act 2006.

These financial statements were approved and authorised for issue by the directors and signed on their behalf:



Dr. J Atherton
Director
21 May 2020

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 2019

	Note	2019 £	£	2018 £	£
Turnover arising on events					
Entry fees, etc. receivable		1,181		370	
Less organising expenses		(139)		(1,242)	
GROSS PROFIT (LOSS)			1,042		(872)
Commission income			35,690		34,638
Other Income			2,550		2,500
Less administrative expenses	1		(2,883)		(2,788)
Profit for the year			36,399		33,478
Retained profits at 1 October 2018			43,836		43,836
Gift Aid payable to parent undertaking			(36,399)		(33,478)
Retained profits at 30 September 2018			43,836		43,836

All of the company's activities derived from continuing operations during each of the above two financial years.

The company had no recognised gains or losses other than the results for the year as set out above.

There is no difference between the results shown above and their historical cost equivalent.

Notes to the Financial Statements

1 Accounting policies

a) The financial statements have been prepared in accordance with the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS102) Section 1A.

b) The financial statements are presented in sterling and are rounded to the nearest pound.

c) Turnover represents amounts receivable for events that took place and commissions paid by affinity partners during the financial year.

d) Directors receive no remuneration for their services as directors but are entitled to claim reimbursement of expenses incurred in attending meetings etc. No such claims were made in the year ended 30 September 2019 (2018 – nil).

e) Administrative expenses include auditors' remuneration of £2,600 (2018 £2,550).

- f) The financial statements do not include disclosure of transactions between the company and the other group entities whose voting rights are 100% controlled by members of the group.
- g) Under the provisions of section 1A of FRS 102, the company is not required to prepare a statement of cash flows.
- h) Any taxable profit is transferred each year under a binding agreement to the company's parent charity. Provision is made within creditors for the amount payable in respect of each year.

2 Taxation

No corporation tax is payable by the company as a result of the planned donation of all taxable profit to Cyclists' Touring Club, the parent charity. As a result of accumulated tax losses brought forward, the taxable profit of the company is less than its accounting profit and the donation payable at 30 September 2019 was £36,399.

3 Share capital

	2019 £	2018 £
Authorised share capital:		
100 ordinary shares of £1 each	100	100

	2019 Number	2019 £	2018 Number	2018 £
Allotted, called up and fully paid				
Ordinary shares of £1	3	3	3	3

4 Assessment of Going Concern

The Directors have assessed whether the use of the going concern assumption is appropriate in preparing these financial statements. The Directors have made this assessment in respect to a period of one year from the date of approval of these financial statements.

As set out above the full impact on the company of the emergence of the coronavirus pandemic is still unknown. However, the Directors believe that once events and cycling activities are rescheduled and able to resume there will be a significant number of members, fundraisers and stakeholders wishing to participate in events delivered by the company. Until that point the retained profit is likely to remain sufficient to ensure the continued operations of the company. The Directors have therefore concluded that there are no material uncertainties related to events or conditions that may cast significant doubt on the ability of the company to prepare these financial statements on a going concern basis. The Directors are of the opinion that the charity will have sufficient resources to meet its liabilities as they fall due. With regard to the next accounting period, the year ending 30 September 2020, the significant area that will affect the carrying value of the assets held by the company will be the level of charitable contribution made to its parent undertaking

5 Critical Accounting Estimates and areas of judgement

In addition to the above, the full impact following the recent emergence of the global coronavirus pandemic is still unknown. It is therefore not currently possible to evaluate all the potential implications for the company's activities, suppliers, and the wider economy.

As set out in these accounting policies under "going concern", the Directors have considered the impact of the pandemic on the company and have concluded that although there may be some negative consequences, it is appropriate for the company to continue to prepare its accounts on the going concern basis.

6 Post Balance Sheet Event

As set out above, from the balance sheet date to the date that the financial statements were approved, the coronavirus (Covid-19) outbreak had spread worldwide and caused extensive disruption to businesses as well as economic activities globally with no exception for the UK.

Having reviewed the likely impact of the pandemic on the activities of the company the Directors currently expect that all events, and national cycling activities will be cancelled or postponed until at least 31 August 2020. The Company expects to reimburse any direct costs payable to CTC (Central) Ltd incurred for cancelled events or activities where applicable and along with a delay in income received from events and activities expects that this will reduce the 2019/20 charitable contribution payable to its parent undertaking.

7 Ultimate parent company

The company is a wholly owned subsidiary of the Cyclists' Touring Club, a company limited by guarantee, registered in England and Wales (company number 00025185, registered charity numbers 1147607 (England and Wales) and SCO42541 (Scotland)). The principal activities of the Cyclists' Touring Club (brand name Cycling UK) during the year ended 30 September 2019 helped the nation's health and wellbeing by supporting more than 1,000 cycling groups; leading 13,000 cycle rides and 100s of promotional cycling events. More than half a million cyclists were helped to start or to do more cycling through National Bikeweek and the Big Bike Revival. For those who needed a helping hand to overcome their individual barrier to cycling our 100s of community cycle clubs assisted people with physical and mental health issues, provided access to employment skills and social interaction. Cycling UK's advocacy work has improved road safety by equipping all police forces across the UK with cycle safety educational equipment and championed both national and local government for increased funding for cycling infrastructure. We sought to educate and advise through articles and information published on the website and Cycle magazine; and protected our members and other road users through our legal and third-party insurance. The registered office of Cyclists' Touring Club is Parklands, Railton Road, Guildford, Surrey, GU2 9JX and its financial statements may be obtained from this address.