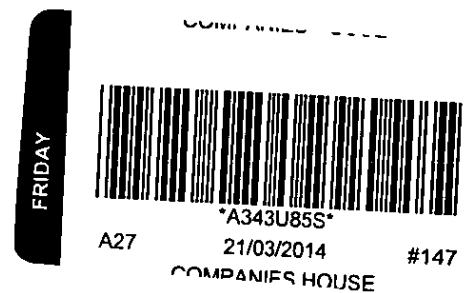


**TALL SHIPS RACES (EUROPE) LIMITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 30 NOVEMBER 2013**



# **TALL SHIPS RACES (EUROPE) LIMITED**

## **COMPANY INFORMATION**

### **DIRECTORS**

P Bishop  
G E Brown  
R H Dadswell OBE  
C Samuelsson  
K Western (Chairman)  
A G Walther  
R S Hurgronje

### **COMPANY SECRETARY**

K Robinson

### **REGISTERED NUMBER**

04430355

### **REGISTERED OFFICE**

Charles House  
Gosport Marina  
Mumby Road  
Gosport  
Hampshire  
PO12 1AH

### **INDEPENDENT AUDITORS**

James Cowper LLP  
Chartered Accountants and Statutory Auditor  
Latimer House  
5-7 Cumberland Place  
Southampton  
Hampshire  
SO15 2BH

### **BANKERS**

Lloyds TSB plc  
20 High Street  
Gosport  
Hampshire  
PO12 1DE

CAF Bank Limited  
25 Kings Hill Avenue  
Kings Hill  
West Malling  
Kent  
ME19 4JQ

### **SOLICITORS**

Sherrards Solicitors LLP  
7 Swallow Place  
London  
W1B 2AG

# **TALL SHIPS RACES (EUROPE) LIMITED**

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## **TALL SHIPS RACES (EUROPE) LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 30 NOVEMBER 2013**

The directors present their report and the financial statements for the year ended 30 November 2013

#### **PRINCIPAL ACTIVITIES**

The principal activity of the company during the year was the organisation and management of The Tall Ships Races

#### **DIRECTORS**

The directors who served during the year were

P Bishop  
G E Brown  
R H Dadswell OBE  
C Samuelsson  
K Western (Chairman)  
A G Walther  
R S Hurgonje

#### **DIRECTORS' RESPONSIBILITIES STATEMENT**

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). 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 these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and accounting estimates that are reasonable and prudent,
- 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.

#### **DISCLOSURE OF INFORMATION TO AUDITORS**

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**TALL SHIPS RACES (EUROPE) LIMITED**

**DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 NOVEMBER 2013**

**AUDITORS**

The auditors, James Cowper LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board on 6/3/2014

and signed on its behalf



K Robinson  
Secretary

## **TALL SHIPS RACES (EUROPE) LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TALL SHIPS RACES (EUROPE) LIMITED**

We have audited the financial statements of Tall Ships Races (Europe) Limited for the year ended 30 November 2013, set out on pages 5 to 9. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 Auditors' 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.

#### **RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS**

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### **SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS**

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

#### **OPINION ON FINANCIAL STATEMENTS**

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 30 November 2013 and of its results for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006**

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

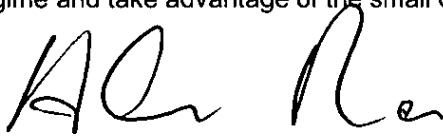
**TALL SHIPS RACES (EUROPE) LIMITED**

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TALL SHIPS RACES (EUROPE)  
LIMITED**

**MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION**

We have nothing to report in respect of the following matters where 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' exemption in preparing the Directors' report



Adrian Rann FCA (Senior Statutory Auditor)

for and on behalf of  
**James Cowper LLP**

Chartered Accountants and Statutory Auditor

Latimer House  
5-7 Cumberland Place  
Southampton  
Hampshire  
SO15 2BH

Date 6.3 2014

# TALL SHIPS RACES (EUROPE) LIMITED

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 NOVEMBER 2013

	Note	2013 £	2012 £
<b>TURNOVER</b>	1	<b>735,792</b>	<b>839,158</b>
Cost of sales		<u>(92,116)</u>	<u>(74,137)</u>
<b>GROSS PROFIT</b>	2	<b>643,676</b>	<b>765,021</b>
Administrative expenses		<u>(381,142)</u>	<u>(451,860)</u>
<b>OPERATING PROFIT</b>	2	<b>262,534</b>	<b>313,161</b>
Interest receivable and similar income		<b>2,862</b>	<b>3,366</b>
Interest payable and similar charges		<b>(521)</b>	<b>(342)</b>
Gift Aid Payment		<u>(264,875)</u>	<u>(316,185)</u>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>-</b>	<b>-</b>
Tax on profit on ordinary activities		<u>-</u>	<u>-</u>
<b>PROFIT FOR THE FINANCIAL YEAR</b>		<u><b>-</b></u>	<u><b>-</b></u>

The notes on pages 7 to 9 form part of these financial statements



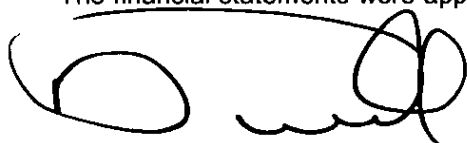
**TALL SHIPS RACES (EUROPE) LIMITED**  
**REGISTERED NUMBER. 04430355**

**BALANCE SHEET**  
**AS AT 30 NOVEMBER 2013**

	Note	£	2013 £	£	2012 £
<b>CURRENT ASSETS</b>					
Debtors	4	373,144		252,558	
Cash in hand		252,636		506,523	
		<u>625,780</u>		<u>759,081</u>	
<b>CREDITORS</b> amounts falling due within one year	5	(473,379)		(692,680)	
<b>NET CURRENT ASSETS</b>			<u>152,401</u>		<u>66,401</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u>152,401</u>		<u>66,401</u>
<b>CREDITORS</b> amounts falling due after more than one year	6		(152,400)		(66,400)
<b>NET ASSETS</b>			<u>1</u>		<u>1</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	7		<u>1</u>		<u>1</u>
<b>SHAREHOLDERS' FUNDS</b>			<u>1</u>		<u>1</u>

The financial statements have been prepared in accordance with the provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

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



**R H Dadswell OBE**

Director

6/3/2014

The notes on pages 7 to 9 form part of these financial statements

## **TALL SHIPS RACES (EUROPE) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 NOVEMBER 2013**

#### **1. ACCOUNTING POLICIES**

##### **1.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

##### **1.2 Cash flow**

The financial statements do not include a Cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective April 2008)

##### **1.3 Turnover**

The company organises an annual race based on European ports. The host ports for each event contract with the company up to four years before the race takes place and make annual payments on account. The company is engaged in planning and marketing activity throughout the four year period for each race. Accordingly the company recognises as income part of the port fees received in each of the three years prior to the year of the race, the balance being taken in the year the race is held.

##### **1.4 Deferred taxation**

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

##### **1.5 Foreign currencies**

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

##### **1.6 Financial instruments**

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

##### **1.7 Gift aid payments**

All profits of the company are paid to the ultimate parent company, Sail Training International, a registered Charity, by way of gift aid payment.

# TALL SHIPS RACES (EUROPE) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 NOVEMBER 2013

### 2 OPERATING PROFIT

Operating profit is stated after charging

	2013 £	2012 £
Net loss on foreign currency translation	<u>6,939</u>	<u>14,190</u>

All salaries and overheads for the company are paid by the immediate parent company which makes an overhead allocation charge to Tall Ships Races (Europe) Limited. This charge is based upon estimates of time and costs spent in relation to the activities of the immediate parent, the ultimate parent company and each trading subsidiary. In 2013 the allocation of overheads was £322,410 (2012 £380,332)

### 3 GIFT AID PAYMENT

	2013 £	2012 £
Gift aid payment to charity	<u>264,875</u>	<u>316,185</u>

### 4 DEBTORS

	2013 £	2012 £
Trade debtors	2,315	25,812
Amounts owed by group undertakings	370,786	225,121
Other debtors	43	1,625
	<u>373,144</u>	<u>252,558</u>

### 5. CREDITORS

Amounts falling due within one year

	2013 £	2012 £
Amounts owed to group undertakings	269,230	365,407
Other taxation and social security	-	4,679
Deferred income	204,149	322,594
	<u>473,379</u>	<u>692,680</u>

# TALL SHIPS RACES (EUROPE) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 NOVEMBER 2013

### 6 CREDITORS

Amounts falling due after more than one year

	2013 £	2012 £
Deferred income	152,400	66,400

### 7. SHARE CAPITAL

	2013 £	2012 £
Allotted, called up and fully paid		
1 Ordinary share capital share of £1	1	1

### 8 RELATED PARTY TRANSACTIONS

The company is a wholly owned subsidiary of Sail Training International Group Limited

The company has taken advantage of the exemption in Financial Reporting Standard 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by its ultimate parent company, Sail Training International Company Limited

No transactions with other related parties were undertaken such as are required to be disclosed under the Financial Reporting Standard for Smaller Entities

### 9 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The ultimate parent undertaking is Sail Training International Company Limited, a company registered in England and Wales and a Charity registered with the Charities Commission. The financial statements for the parent are available from Charles House, Gosport Marina, Mumby Road, Gosport, Hampshire, PO12 1AA