NOTICE REGARDING INCORPORATED EMPLOYERS' ASSOCIATIONS ANNUAL RETURNS

It has long been the custom of the Certification Officer to allow incorporated employers' associations to submit to him a copy of their accounts (financial statements) prepared under the Companies Act, in lieu of completing certain parts of the AR27 form. This has been allowed in order to ease the administrative burden on such organisations, as far as is consistent with the law.

The return which you are viewing is that of an incorporated employers' association, and therefore, comprises of both a partially completed AR27 form and financial statements. With regard to the AR27 form itself, the Certification Officer has only required the mandatory completion of pages 1,2, 10,11,12,13,14 and 15 and it is these pages which you will find included in this document: the pages which the Certification Officer has not required the completion of (i.e. those left blank) have not been included.

FORM AR27

Trade Union and Labour Relations (Consolidation) Act 1992

ANNUAL RETURN FOR AN EMPLOYERS' ASSOCIATION

Name of Employers/Association:	UK FASHION AND TEXTILE ASSOCIATION LIMITED
Year ended:	31 DECEMBER 2012
List No:	2322
Head or Main Office: -5 JUN 2013	3 QUEEN SQUARE LONDON WC1N 3AR
Website address (if available)	www.ukft.org
Has the address changed during the year to which the return relates?	Yes No 🗸 (Tick as appropriate)
General Secretary:	John H Miln
Contact name for queries regarding the completion of this return:	John H Miln
Telephone Number:	+44 (0)20 7843 9460
e-mail:	john.miln@ukft.org

PLEASE FOLLOW THE GUIDANCE NOTES IN THE COMPLETION OF THIS RETURN. Any difficulties or problems in the completion of this return should be directed to the Certification Office as below or by telephone to: 020 7210 3734

The address to which returns and other documents should be sent are:

For Employers' Associations based in England and Wales: Certification Office for Trade Unions and Employers' Associations 22nd Floor, Euston Tower, 286 Euston Road, London NW1 3JJ

For Employers' Associations based in Scotland: Certification Office for Trade Unions and Employers' Associations Melrose House, 69a George Street, Edinburgh EH2 2JG

RETURN OF MEMBERS

(see note 9)

NUMBER OF MEMBERS AT THE END OF THE YEAR					
Great Britain	Northern Ireland	Irish Republic	Elsewhere Abroad (including Channel Islands)	TOTALS	
206				206	

OFFICERS IN POST

(see note 10)

Please attach as an annexe to this form a complete list of all officers in post at the end of the year to which this form relates, with the title of each persons office.

- See Financial Statements for the year ended 31 December 2012

CHANGE OF OFFICERS

Please complete the following to record any changes of officers during the twelve months covered by this return.

ceasing to hold office	Name of Officer Appointed	Date of Change
	A Constantinou	23.12.12
·····		



The business of fashion and textiles

Martin Strzelecki

DIRECTORS OF UK FASHION & TEXTILE ASSOCIATION

Peter Lucas	Chairman
Stewart McGuffie	Treasurer
Simon Berwin	Deputy Chairman
Nigel Lugg	Deputy Chairman
John Miln	Chief Executive
Achilleas Constantinou	Director
Belinda Dickson	Director
Bill Macbeth	Director
Ken Scates	Director
Murray Simpson	Director

Director

UK Fashion & Textile Association 3 Queen Square, Bloomsbury, London WC1N 3AR Tel +44 (0)20 7843 9460 Fax +44 (0)20 7843 9478 Email info@ukft.org

REVENUE ACCOUNT/GENERAL FUND

(see notes 11 to 16)

Previous Year			£	£
i vai	INCOME			
151,996	From Members	Subscriptions, levies, etc		189,638
26,633 (3,071) 48,617	Investment income	Interest and dividends (gross) Bank interest (gross) Other – Profit on disposal of investments Net Rent receivable	11,804 6,819 20,857	
18,911 731,528	Other income	Rents received Insurance commission Consultancy fees Publications/Seminars Miscellaneous receipts; <i>Secretariat Income</i> , <i>Marketing & events and revaluation</i>	9,398 575,232	
822,618				624,110
974,614		TOTAL INCOME		813,748
	EXPENDITURE			
680,750 41,398 14,830 22,722 66,062 13,496	Administrative expen	Remuneration and expenses of staff Occupancy costs Printing, Stationery, Post Telephones Legal and Professional fees Miscellaneous (specify) - Equipment leasing - Publications	646,134 35,314 10,455 20,539 50,180 7,909 1,817	
839,258				772,348
71,196 (3,149) 43,177	Other charges	Bank charges Depreciation Sums written off Affiliation fees Donations Conference and meeting fees Expenses	72,713 (14,769) 44,174	
538,292		Miscellaneous (specify) - Marketing and Events - Travelling expenses - Sundry expenses	336,685 37,528 23,414	
649,516				499,745
0	Taxation			0

1,272,093	TOTAL EXPENDITURE	1,488,774
(458,345)	Surplus/(Deficit) for year	(514,160)
6,649,947	Amount of fund at beginning of year	7,164,107
6,191,602	Amount of fund at end of year	6,649,947

ACCOUNTS OTHER THAN THE REVENUE ACCOUNT/GENERAL FUND

(see notes 17 to 18)

ACCOUNT 2			Fund Account
Name of account:		£	£
Income	From members Investment income Other income (specify)		
		Total Income	
Expenditure	Administrative expenses Other expenditure (specify)		
		al Expenditure	
	Surplus (Def Amount of fund at be	icit) for the year	
	Amount of fund at the end of year (as		

ACCOUNT 3		Fund Account
Name of account:	£	£
Income Expenditure	From members Investment income Other income (specify) Total Income Administrative expenses Other expenditure (specify)	
	Total Expenditure	
	Surplus (Deficit) for the year Amount of fund at beginning of year	
	Amount of fund at the end of year (as Balance Sheet)	

ACCOUNTS OTHER THAN THE REVENUE ACCOUNT/GENERAL FUND

(see notes 17 to 18)

ACCOUNT 4		Fund Account
Name of account:	£	£
Income Expenditure	From members Investment income Other income (specify) Total Income Administrative expenses Other expenditure (specify) Total Expenditure Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)	
ACCOUNT 5		Fund
Name of account:	£	Account £
Income	From members Investment income Other income (specify)	

Administrative expenses Other expenditure (specify) Expenditure Administrative expenses Other expenditure (specify) Total Expenditure Surplus (Deficit) for the year Amount of fund at the end of year (as Balance Sheet)

ACCOUNTS OTHER THAN THE REVENUE ACCOUNT/GENERAL FUND

(see notes 17 to 18)

ACCOUNT 6		Fund Account
Name of account:	£	£
Income Expenditure	From members Investment income Other income (specify) Total Income Administrative expenses Other expenditure (specify)	
	Total Expenditure Surplus (Deficit) for the year Amount of fund at beginning of year Amount of fund at the end of year (as Balance Sheet)	
ACCOUNT 7		Fund Account
Name of	£	£

	<u>م</u>	Account
	£	£
	· · · · · · · · · · · · · · · · · · ·	
Other income (specify)		
	Total Income	
Administrative expenses		
	Total Expenditure	
S	Surplus (Deficit) for the year 🕅	
Amount	of fund at beginning of year	
	Amount	£ From members Investment income Other income (specify) Total Income Administrative expenses Other expenditure (specify)

BALANCE SHEET AS AT 31 DECEMBER 2012

 (see notes	19 and	20)	
			 ······

Previous Year		£	£
5,778,946	Fixed Assets (as at page 11)	<u> </u>	5,715,184
	Investments (as per analysis on page 13)		
541,608	Quoted (Market value £)		12,890
	Unquoted		
6,320,554	Total Investments		5,728,074
0,020,001	Other Assets		0,720,074
121,685	Sundry debtors	301,770	
1,025,692	Cash at bank and in hand	1,202,452	
	Stocks of goods		
	Others (specify)		
1,147,377	Total of other assets		1,504,222
7,467,931	ТОТ	TAL ASSETS	7,232,296
	Fund (Account)		
	Fund (Account)		
	Fund (Account)		
	Revaluation Reserve		
	Liabilities		
	Loans		
	Bank overdraft		
589,006	Tax payable	605,195	
147,530	Sundry creditors	321,659	
81,448	Accrued expenses	113,840	
	Provisions		
	Other liabilities		
817,984	Тота	L LIABILITIES	1,040,694
7,467,931	то	TAL ASSETS	7,232,296

FIXED ASSETS ACCOUNT

(see note 21) Land & Fixtures & Motor Total Buildings Fittings Vehicles & Equipment £ £ £ £ **COST OR VALUATION** At start of period 5,823,167 59,987 0 5,883,154 Additions during period 8,344 608 0 8,952 Less: Disposals during period Less: DEPRECIATION: Total to end of period 141,380 35,542 0 176,922 BOOK AMOUNT at end of period 5,690,131 25,053 5,715,184 0 Freehold Leasehold (50 or more years 5,690,131 5,690,131 unexpired) Leasehold (less than 50 years unexpired) AS BALANCE SHEET 5,690,131 5,690,131

ANALYSIS OF INVESTMENTS

(see note 22)

		Other Funds £
QUOTED	British Government & British Government Guaranteed Securities	
	British Municipal and County Securities	
	Other quoted securities (to be specified) – Listed Investment Portfolio	12,890
	TOTAL QUOTED (as Balance Sheet)	12,890
	*Market Value of Quoted Investments	
UNQUOTED	British Government Securities	
	British Municipal and County Securities	
	Mortgages	
	Other unquoted securities (to be specified)	
	TOTAL QUOTED (as Balance Sheet)	
	*Market Value of Unquoted Investments	

* Market value of investments to be stated where these are different from the figures quoted in the balance sheet

ANALYSIS OF INVESTMENT INCOME (CONTROLLING INTERESTS) (see notes 23 to 25)

Does the association, or any constituent part of th controlling interest in any limited company?	YES	NO 🗸	
If YES name the relevant companies:			
COMPANY NAME	COMPANY REGISTRA registered in England & registered)		
	MPLOYERS' ASSOCIA		N/A
Are the shares which are controlled by the associ			
association's name	0	YES	NO
If NO, please state the names of the persons in whom the shares controlled by the association are registered.			
COMPANY NAME	NAMES OF SHAREHO	DERS	
	EMPLOYERS ASSOCIA	TIONS	N/A
Are the shares which are controlled by the association and the association's trustees? If NO, state the names of the persons in whom the shares controlled by the association are registered.	ation registered in the	YES	NO
COMPANY NAME NAMES OF SHAREHOLDERS			

SUMMARY SHEET

(see notes 26 to 35)

		All funds except Political Funds £	Political Funds £	Total Funds £
INCOME				
From Members		189,638		189,638
From Investments		39,480		39,480
Other Income (includ revaluation of assets		584,630		584,630
	Total Income	813,748		813,748
EXPENDITURE (including decreases of assets)	by revaluation			
	otal Expenditure	1,272,093		1,272,093
Funds at beginning (including reserves)	of year	6,649,947		6,649,947
Funds at end of yea (including reserves)	ar	6,191,602		6,191,602
			,	
ASSETS				
		Fixed Assets		5,715,184
		Investment Assets		12,890
*		Other Assets		1,504,222
			Total Assets	7,232,296
LIABILITIES			Total Liabilities	1,040,694
NET ASSETS (Tota	I Assets less Tota	al Liabilities)		6,191,602

NOTES TO THE ACCOUNTS

(see note 36)

All notes to the accounts must be entered on or attached to this part of the return.

See the attached Financial Statements for the year ended 31 December 2012

ACCOUNTING POLICIES

(see notes 37 and 38)

See the attached Financial Statements for the year ended 31 December 2012

SIGNATURES TO THE ANNUAL RETURN

(see notes 39 and 40)

including the accounts and balance sheet contained in the return.

Chairman's

Who Secretary's Signature:

Signature: <u>May Sease</u> (or other official whose position should be stated)

Name: JOHN H MILN

Date: 30th May 2013

Name: MURRAY SIMPSON, DIRECTOR

2013

30 Ma

CHECK LIST

Date:

(see note 41)

(please tick as appropriate)

IS THE RETURN OF OFFICERS ATTACHED? (see Page 3)	YES	\checkmark	NO	
HAS THE RETURN OF CHANGE OF OFFICERS BEEN COMPLETED? (see Page 3)	YES	\checkmark	NO	
HAS THE RETURN BEEN SIGNED? (see Note 38)	YES	\checkmark	NO	
HAS THE AUDITOR'S REPORT BEEN COMPLETED (see Note 39)	YES	\checkmark	NO	
IS A RULE BOOK ENCLOSED? (see Note 40)	YES	\checkmark	NO	
HAS THE SUMMARY SHEET BEEN COMPLETED (see Notes 6 and 25 to 34)	YES	\checkmark	NO	

AUDITOR'S REPORT

(see notes 42 to 47)

made in accordance with section 36 of the Trade Union and Labour Relations (Consolidation) Act 1992.

1.	In the opinion of the auditors or auditor do the accounts they have audited and which are contained in this return give a true and fair view of the matters to which they relate? (See section 36(1) and (2) of the 1992 Act and notes 43 and 44)
	YESNO If 'No" please explain below.
2.	 Have the auditors or auditor carried out such investigations in the preparation of their audit report as will enable them to form an opinion as to: (a) whether the trade union has kept proper accounting records in accordance with section 28 of the 1992 Act; (b) whether it has maintained a satisfactory system of control over its transactions in accordance with the requirements of that section; and (c) whether the accounts to which the report relates agree with the accounting records? (See section 36(3) of the 1992 Act, set out in note 43)
3.	 Are the auditors or auditor of the opinion that the union has complied with section 28 of the 1992 Act and has: (a) kept proper accounting records with respect to its transactions and its assets and liabilities; and (b) established and maintained a satisfactory system of control of its accounting records, its cash holding and all its receipts and remittances. (See section 36(4) of the 1992 Act set out in note 43)
4.	Please set out a copy of the report made by the auditors or auditor to the union on the accounts to which this AR27 relates. The report is to set out the basis upon which the audit has been conducted and/or such other statement as the auditor considers appropriate. Such a statement may be provided as a separate document. (See note 45)
	PLIERSE LEFEL TO THE ATTACHED FRANCE AL WATER LEFEL

AUDITOR'S REPORT (continued)

The above responses merely reference matters set out in our attached independent auditors' report to the members of the UK Fashion and Textile Association Limited jn the financial statements of UK Fashion and Textile Association Limited for the year ended 31 December 2012 dated 16 May 2013 (the "annual financial statements auditors' report"). This report is not a substitute for reading the annual financial statements auditors' report and the financial statements to which they relate. We have not performed any additional procedures in giving this report except for agreeing that the amounts and disclosures in the return are accurately extracted from the attached annual financial statements.					
The above responses and the annual financial statements auditors' report, including the opinion, are prepared for and only for the company as a body in accordance with section 32 and 36 of the Trade Union and Labour relations (Consolidation) Act 1992 and for no other purpose. We do not, in giving the opinion, accept or assume responsibility for any other purpose to any other person who receives our annual financial statements' auditors' report unless otherwise agreed by us in writing.					
Signature(s) of auditor or auditors:	immedallage ul				
Name(s):	PricewaterhouseCoopers LLP				
Profession(s) or Calling(s):	Chartered Accountants	•			
Address(es):	First Point Buckingham Gate Gatwick, West Sussex RH16 ONT				
Date:	3 June 2013				
Contact name and telephone number:	Nick Jones +44 (0)20 7213 8417				

N.B. When notes to the accounts are referred to in the auditor's report a copy of those notes must accompany this return.

Company Registration No. 01599377 (England and Wales)

UK FASHION AND TEXTILE ASSOCIATION LTD DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

COMPANY INFORMATION

* <u>.</u> * .

Directors	P Lucas
	S Berwin
	A Constantinou
	Mrs B J Dickson OBE
	N J Lugg
	W Macbeth OBE
	S McGuffie
	J H Miln
	K C Scates
	M Simpson
	M L F Strzelecki
Secretary	J H Miln
Company number	01599377
Registered office	3 Queen Square
	London
	WC1N 3AR
Independent Auditors	PricewaterhouseCoopers LLP
	Gatwick
Business address	3 Queen Square
	London
	WC1N 3AR

The Office of President was held by HRH The Princess Royal

The Office of Honorary Vice President was held jointly by N F Sussman CBE, D Litt, J McAdam CBE and T D Parr CBE

The Office of Chairman was held by P Lucas

The Office of Deputy Chairman was held jointly by S Berwin and NJ Lugg

The Office of Treasurer was held by S McGuffie

CONTENTS

т. Т

	Pages
Directors' report	1 - 2
Independent auditors' report	3 - 4
Profit and loss account	5
Statement of total recognised gains and losses	6
Balance sheet	7
Notes to the financial statements	8 - 16

DIRECTORS' REPORT

1.1

FOR THE YEAR ENDED 31 DECEMBER 2012

The directors present their report and financial statements for the year ended 31 December 2012.

Principal activities, review of business and future developments

The principal activity of the Association is to encourage, promote, develop and protect the clothing and textile industries of the United Kingdom in all its constituent parts.

The results for the year are set out in the profit and loss account and show a loss after taxation for the year of \pounds 481,538 (2011 - loss of £450,817).

During the course of the year the directors undertook a strategic review of the Association's activities. This review resulted in a number of difficult decisions being taken by the Board to ensure the Association's activities remain relevant to its members. As a result of the above and the process to reshape the business $\pounds 51,211$ of exceptional non-recurring operating costs have been incurred in relation to redundancy payments. The operating loss before these exceptional costs was $\pounds 448,950$ for the year (2011 - $\pounds 474,379$) and represented an improvement of 5%. The operating loss for the year was $\pounds 500,161$ (2011 - $\pounds 474,379$). This result was in line with forecasts and projections and, following the actions taken during the current year, the directors expected to see an improvement in the operating performance of the Association during the next financial year with a return to operating profits in the short to medium term.

The directors continue to focus on the strength of the Association's balance sheet and during the year, as a result of favourable market conditions, the directors took the decision to dispose of the majority of the Association's fixed asset investment. The disposal resulted in the Association realising cash proceeds of £558,729 and an improved net current asset position, it also ensures that the Association has sufficient liquid funds available to see through the Association's plans for the foreseeable future. The Association remains free from any indebtedness and members' funds continue to be in excess of the Board's target of £6m.

Results and dividends

The results for the year are set out on page 5.

Directors

The directors of the company who were in office during the year and up to the date of signing the financial statements were, unless otherwise stated

P Lucas S Berwin A Constantinou (Appointed 23 February 2012) Mrs B J Dickson OBE N J Lugg W Macbeth OBE S McGuffie J H Miln K C Scates M Simpson M L F Strzelecki

Auditors

A resolution to reappoint PricewaterhouseCoopers LLP as auditors of the company will be proposed at the next annual general meeting.

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2012 (CONTINUED)

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 prepared 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 judgements and accounting estimates that are reasonable and prudent 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.

The directors are responsible for the maintenance and integrity of the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

Qualifying third party indemnity provisions

A qualifying third party indemnity provision was in force for the benefit of one or more directors during the financial year.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

By order of the board

́ H Miln

Secretary 16 May 2013

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF UK FASHION AND TEXTILE ASSOCIATION LTD

We have audited the financial statements of UK Fashion and Textile Association Ltd for the year ended 31 December 2012 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Total Recognised Gains and Losses, the Accounting Policies and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 2, 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.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 31 December 2012 and of its loss 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.

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.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF UK FASHION AND TEXTILE ASSOCIATION LTD (CONTINUED)

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.
- the directors were not entitled to take advantage of the small companies' exemption in preparing the directors' report.

Michael Jones (Senior Statutory Auditor) For and on behalf of PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors Gatwick

16 May 2013

PROFIT AND LOSS ACCOUNT

۰,

FOR THE YEAR ENDED 31 DECEMBER 2012

	Notes	2012 £	2011 £
Turnover	2	751,075	902,435
Administrative expenses Exceptional administrative expenses Other operating income	3	(1,220,882) (51,211) 20,857	(1,425,431) - 48,617
Operating loss	3	(500,161)	(474,379)
Operating loss before exceptional admi	nistrative expenses	(448,950)	(474,379)
Income/(expenses) from other fixed asset investments	4	6,819	(3,071)
Loss on ordinary activities before interest and taxation		(493,342)	(477,450)
Other interest receivable and similar inc	come 5	11,804	26,633
Loss on ordinary activities before tax	xation	(481,538)	(450,817)
Tax on loss on ordinary activities	6	-	
Loss for the financial year	13	(481,538)	(450,817)

.

The profit and loss account has been prepared on the basis that all operations are continuing operations.

· ,

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 DECEMBER 2012

	2012 £	2011 £
Loss for the financial year	(481,538)	(450,817)
Unrealised surplus/(deficit) on fixed asset investment	23,193	(63,343)
Total recognised losses relating to the year	(458,345)	(514,160)

NOTE OF HISTORICAL COST PROFITS AND LOSSES

	2012 £	2011 £
Reported loss on ordinary activities before taxation	(481,538)	(450,817)
Difference between an historical cost depreciation charge and the actual depreciation charge of the year calculated on the revalued amount		2,325
Historical cost loss on ordinary activities before taxation	(481,538)	(448,492)
Historical cost loss for the year retained after taxation.	(481,538)	(448,492)

BALANCE SHEET

AS AT 31 DECEMBER 2012

		20	012	20)11
	Notes	£	£	£	£
Fixed assets					
Tangible assets	7 and 8		5,715,184		5,778,946
Investments	9		12,890		541,608
			5,728,074		6,320,554
Current assets					
Debtors	10	301,770		121,685	
Cash at bank and in hand		1,202,452		1,025,692	
		1,504,222		1,147,377	
Creditors: amounts falling due within	t				
one year	1 1	(1,040,694)		(817,984)	
Net current assets			463,528		329,393
Total assets less current liabilities			6,191,602		6,649,947
Members' funds					
Revaluation reserve	13		-		238,807
Profit and loss account	13		6,191,602		6,411,140
Total members' funds	14		6,191,602		6,649,947

The financial statements on pages 5 to 16 were approved by the Board of directors on 16 May 2013 and signed on its behat? by

₽ Lucas Chairman

Company Registration No. 01599377

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

1 Accounting policies

1.1 Accounting convention

These financial statements have been prepared under the historical cost convention and in accordance with applicable Accounting Standards in the United Kingdom except for compliance with SSAP19 'Accounting for investment properties', which requires departure from the requirements of the Companies Act 2006 relating to depreciation and an explanation of the departure is given in the accounting policy note relating to tangible fixed assets below. A summary of the more important accounting policies, which have been applied consistently, is set out below.

Basis of preparation

These financial statements have been prepared on a going concern basis. Based on forecast projections for the foreseeable future the directors consider this basis of preparation appropriate to meet its liabilities as and when they fall due and for a minimum period of twelve months from the date of the approval of these financial statements.

Cash flow statement

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

1.2 Turnover

The company generates income from subscriptions, events, secretariat services and the organisation of the climate change levy scheme.

Membership subscriptions are taken into income in the year to which they relate. Amounts received by the balance sheet date in respect of future years are deferred.

Income generated from secretariat services are taken into income in the year to which the service relates.

Climate change levy income is taken at the point of the invoice being raised and any income in respect of future years are deferred.

Export activities and other events are taken into income in the year to which they relate. Amounts received by the balance sheet date in respect of future years are deferred.

All income is derived from UK operations.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets (except investment property) are stated at historic purchase price less accumulated depreciation. Cost includes the original purchase price of the asset and the costs attritutable to bringing the asset to its working condition for intended use. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Leasehold	Straight line over 40 years
Fixtures, fittings & equipment	Straight line over 4 years

The part of the annual depreciation charge on revalued assets which relates to the revaluation surplus is transferred from the revaluation reserve to the profit and loss account.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012 (CONTINUED)

1 Accounting policies

(continued)

In accordance with SSAP19, investment properties are revalued and the aggregate surplus or deficit is transferred to a revaluation reserve, and no depreciation or amortisation is provided in respect of freehold investment properties. The requirement of the Companies Act 2006 is to depreciate all properties, but that requirement conflicts with the generally accepted accounting principle set out in SSAP19. The directors consider that, as these properties are not held for consumption but for investment, to depreciate them would not give a true and fair view, and that it is necessary to adopt SSAP19 in order to give a true and fair view.

1.4 Leasing

. e. -

Rentals payable under o erating leases are charged against income on a straight line basis over the lease term.

1.5 Investments

Fixed asset investments are shown at open market value and any surplus is credited to a revaluation reserve. Any temporary diminution in value is taken to the revaluation reserve. Any permanent diminution in value is written off through the profit and loss account.

Rental income is included in other interest receivable and similar income on the face of the profit and loss account. All rental agreements are operating leases. The rental income is recognised on a straight line basis over the period of the lease.

1.6 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

1.7 Deferred taxation

Deferred taxation has been recognised as a liability or asset if transactions have occurred at the balance sheet date that give rise to an obligation to pay more taxation in future, or a right to pay less taxation in future. A deferred tax asset is only recognised when it is more likely than not that the asset will be recoverable in the foreseeable future out of suitable taxable profits from which the underlying timing differences can be deducted. Deferred tax assets and liabilities recognised have not been discounted.

No deferred tax is provided on timing differences arising in relation to the revaluation of non-monetary assets unless by the balance sheet date, a binding commitment to sell the asset has been entered into and it is unlikely that any gain will be rolled over. No such contract existed at 31 December 2012.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012 (CONTINUED)

2 Turnover

· · · ·

2		Turnove 2012 £	r 2011 £
	Class of business		
	Subscription income	189,639	151,996
	Events income	39,482	69,853
	Secratariat income	60,527	64,221
	Climate change levy income	89,681	160,270
	Export activities income	371,746	456,095
		751,075	902,435
3	Operating loss	2012	2011
		£	£
	Operating loss is stated after charging:	70 740	74 400
	Depreciation of owned tangible fixed assets	72,713	71,196
	Operating lease rentals	7 000	7 604
	- Plant and machinery	7,909 10,321	7,631
	Fees payable for audit	10,321	25,000
	Fees payable for other services		9,000
	Exceptional administrative expenses comprise restructuring costs of £51,211 (2	011 - £nil).	
4	Income/(Expenses) from other fixed asset investments	2012 £	2011 £
	Income from other fixed asset investments	6,819	(3,071)

5 Other interest receivable and similar income

	14.004	00.000
Interest receivable	11,804	26,633

2012

£

2011

£

NOTES TO THE FINANCIAL STATEMENTS

÷ ,

FOR THE YEAR ENDED 31 DECEMBER 2012 (CONTINUED)

Taxation Total current tax	2012 	2011
The tax for the year differs from the standard rate of corporation tax in the UI 26.50%).The differences are explained below	< 24.50% (2011	-
Loss on ordinary activities before taxation	(481,538)	(450,817)
Loss on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 24.50% (2011 - 26.50%)	(117,977)	(119,467)
Effects of: Expenses not deductible for tax purposes Accelerated capital allowances and other timing differences Tax losses carried forward	365 (2,171) 119,783	5,258 (10,702) 124,911
	117,977	119,467
Current tax charge for the year	-	-

Factors affecting tax charge for the year

The Finance Act 2012, which was substantially enacted on 17 July 2012, includes legislation reducing the main rate of corporation tax from 25% to 24% from 1 April 2012, and then reducing this to 23% from 1 April 2013 and to 21% from 1 April 2014. A further change is proposed to reduce the rate to 20% from 1 April 2015; this further reduction has not been recognised in these Financial Statements but is expected to lead to a non-material reduction in the value at which the deferred tax liability will be realised.

The company has estimated losses of £4,316,010 (2011 - £3,890,990) available for carry forward against future trading profits from the same trade.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012 (CONTINUED)

7 Tangible assets

• •

	Land and buildings Leasehold	Fixtures, fittings & equipment	Total
	£	£	£
Cost			
At 1 January 2012	2,355,500	59,987	2,415,487
Additions	8,344	608	8,952
At 31 December 2012	2,363,844	60,595	2,424,439
Accumulated depreciation			
At 1 January 2012	82,313	21,896	104,209
Charge for the year	59,067	13,646	72,713
At 31 December 2012	141,380	35,542	176,922
Net book value			
At 31 December 2012	2,222,464	25,053	2,247,517
At 31 December 2011	2,273,188	38,091	2,311,279
		<u></u>	

8 Tangible fixed assets

	Investment properties £
Cost	
At 1 January 2012 & at 31 December 2012	3,467,667
Net book value	
At 31 December 2012	3,467,667
At 31 December 2011	3,467,667
At 51 December 2011	3,407,007

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012 (CONTINUED)

9 Fixed asset investments

• ,

۰.

	Unlisted investments £
At 1 January 2012 Revaluation	541,608 23,193
Disposals	(551,911)
At 31 December 2012	12,890

The securities in the portfolio are listed on recognised investment exchanges. The directors consider the value of the investments to be supported by their underlying assets. The total profit on disposal recognised in the profit and loss is \pounds 6,819 (2011 - \pounds 3,071 loss).

10	Debtors	2012 £	2011 £
	Trade debtors	160,749	47,393
	Other debtors	15,360	1,379
	Prepayments and accrued income	125,661	72,913
		301,770	121,685

11	Creditors: amounts falling due within one year	2012 £	2011 £
	Trade creditors	321,659	147,530
	Corporation tax	572,342	572,342
	Other taxes and social security costs	32,853	16,664
	Accruals and deferred income	113,840	81,448
		1,040,694	817,984

NOTES TO THE FINANCIAL STATEMENTS

• •

FOR THE YEAR ENDED 31 DECEMBER 2012 (CONTINUED)

12	Pension and other post-retirement benefit commitments Defined contribution		
		2012 £	2011 £
	Contributions payable by the company for the year	32,533	40,083
13	Statement of movements on reserves		
		Revaluation reserve	Profit and loss account
		£	£
	Balance at 1 January 2012 Loss for the year Transfer from revaluation reserve to profit and loss account Revaluation during the year	238,807 - (262,000) 23,193	6,411,140 (481,538) 262,000 -
	Balance at 31 December 2012		6,191,602
14	Reconciliation of movements in members' funds	2012 £	2011 £
	Loss for the financial year Other recognised gains and losses	(481,538) 23,193	(450,817) (63,343)
	Net depletion in members' funds Opening members' funds	(458,345) 6,649,947	(514,160) 7,164,107
	Closing members' funds	6,191,602	6,649,947

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012 (CONTINUED)

15 Financial commitments

۰.,

· ·

At 31 December 2012 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 December 2013:

		Other	
		2012	2011
		£	£
	Operating leases which expire:		
	Within one year	5,785	-
	Between two and five years		7,631
		5,785	7,631
16	Directors' remuneration	2012	2011
		£	£
	Remuneration for qualifying services	100,000	111,683

17 Employees

Number of employees

The average monthly number of employees (including directors) during the year was:

	2012 Number	2011 Number
Administration	10	10
Employment costs	2012 £	2011 £
Wages and salaries Social security costs Other pension costs	496,388 46,724 32,533	556,338 52,419 40,083
	575,645	648,840

18 Ultimate parent undertaking

In the opinion of the directors, the members of the company, by acting in concert, ultimately control the company.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012 (CONTINUED)

19 Limit of liability

. :

The liability of the members is limited by guarantee to £1 each.

20 Related party relationships and transactions

The Association has received consultancy services from Lisa Berwin Communications Limited totalling £28,810 (2011 - £nil) during the year. Lisa Berwin, who is a director of Lisa Berwin Communications Limited is the daughter of S Berwin, a direction of UK Fashion and Textile Association Ltd. The amount outstanding at the year end was £nil (2011 - £nil).