Annual report and financial statements

Year ended 28 February 2005

AOS OZJ12/2005

Registered number: 543108

(A company limited by guarantee)

## Annual report and financial statements for the year ended 28 February 2005

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## **Management Committee**

G H Clarke (Chairman)

R J Higgs

R E Pagan

T J Hardacre

M J Taylor

## Secretary

R B Kirton

## Registered office

**Old Mansion House** 

Eamont Bridge

Penrith

Cumbria

CA10 2BX

## Registered number

543108

## **Auditors**

BDO Stoy Hayward LLP Commercial Buildings 11-15 Cross Street Manchester M2 1WE

(A company limited by guarantee)

#### Report of the management committee for the year ended 28 February 2005

The management committee submits its report together with the audited financial statements for the year ended 28 February 2005.

## Principal activities, trading review and future developments

The company, which does not trade for profit, administers two schemes to provide holidays with pay for operatives employed in the heating, ventilating, air conditioning and refrigeration contracting industry. Employers participating in the schemes purchase units thus providing a credit for the operatives' holidays. Welplan Limited, a wholly owned subsidiary undertaking of the Heating and Ventilating Contractors' Association ("HVCA") conducts the operations of the holiday schemes on behalf of Credit Card Holidays Ltd.

Based on forecast industry workloads, holiday credit sales are expected to remain buoyant.

In accordance with the company's articles of association and the accounting policies set out on page 6, the following transactions are reflected in the financial statements for the year ended 28 February 2005:

- The balance on the 2002/03 holiday credit account of £93,093 (2001/02 £16,626) has been transferred into the unclaimed holiday fund.
- Late claims for reimbursement of holiday credits and refunds on unused stamps of £889 paid out (2004 £988 claimed back) have been paid, on a discretionary basis, out of the unclaimed holiday fund.

## **Management committee**

The present membership of the board is as follows,

G H Clarke	(Chairman)
D C Moxom	(resigned 5 October 2005)
R. J Higgs	
J C Simms	(resigned 5 October 2005)
R A Bolam	(resigned 15 June 2004)
P Corby	(appointed 15 June 2004, resigned 5 October 2005)
R E Pagan	(appointed 5 October 2005)
T J Hardacre	(appointed 5 October 2005)
M J Taylor	(appointed 5 October 2005)

None of the management committee had any beneficial interest in the company or in any material contract during the year relating to the business of the company.

## Report of the management committee for the year ended 28 February 2005 (Continued)

## Management committee's responsibilities

Company law requires the management committee to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the management committee is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 management committee is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

#### **Auditors**

BDO Stoy Hayward LLP have expressed their willingness to continue in office and a resolution to reappoint them will be proposed at the annual general meeting.

This report of the directors has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

By order of the Board

R.B. Kirton Secretary

25 November 2005

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#### Report of the independent auditors

#### Independent Auditors' Report to the Shareholders of Credit Card Holidays Limited

We have audited the financial statements of Credit Card Holidays Limited for the year ended 28 February 2005 on pages 4 to 11 which have been prepared in accordance with the Financial Reporting Standards for Small Entities (effective June 2002) and under the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 28 February 2005 and of its result for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 relating to small companies.

**BDO Stoy Hayward LLP** 

Chartered Accountants and Registered Auditors Manchester

25 November 2005

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## Profit and loss account for the year ended 28 February 2005

	Note	<b>2005</b> £	<b>2004</b> £
Turnover	2	2,821,449	2,650,851
Cost of sales		2,821,449	2,650,851
Result for the year		<del></del>	

## All amounts relate to continuing activities

There are no recognised gains and losses for the current financial year and preceding financial year other than as stated in the profit and loss account. Accordingly no statement of total recognised gains and losses has been prepared.

As there have been no movements in either the current financial year or the preceding financial year in respect of reserves, no reconciliation of the movement in reserves has been prepared.

The notes on pages 6 to 11 form part of these financial statements.

## Balance sheet at 28 February 2005

	Note		2005	:	2004
		£	£	£	£
Fixed assets					
Investments	3		71,886		71,886
Current assets					
Debtors	4	14,336,347		12,515,041	
Cash at Bank		320,927		-	
		14,657,274		12,515,041	
Creditors: amounts falling due within one year	5	14,436,606		12,372,201	
Net current assets			220,668		142,840
Total assets less current liabilities			292,554		214,726
Creditors: amounts falling due after					
more than one year	8		292,554		214,726
			-		-
Reserves					
Revaluation reserve			71,874		71,874
Other reserves			5,470		5,470
Profit and loss account			(77,344)		(77,344)
Total equity shareholders' funds					

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and the Financial Reporting Standard for Small Entities (effective June 2002).

These financial statements were approved by the Management Committee on 25 November 2005.

G.H. Clarke

Signed on behalf of the Management Committee

The notes on pages 6 to 11 form part of these financial statements.

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Notes forming part of the financial statements for the year ended 28 February 2005

#### 1 Accounting policies

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of the investment in the subsidiary undertaking and are in accordance with applicable accounting standards. The following accounting policies, which have not changed in the year, have been applied:

#### Consolidation

The company has taken advantage of the exemption under Section 248 of the Companies Act 1985 not to prepare group accounts, as the group qualifies as a small group. As such, the financial statements present only information on the company and not the group.

## Cashflow statement

The company has taken advantage of the exemption under FRS1 (revised) not to prepare a cash flow statement as it qualifies as a small company under section 247 of the Companies Act 1985.

#### **Turnover**

Turnover represents welfare contributions received during the year.

#### Investments

Investments held as fixed assets are stated at revalued amount less any provision for permanent diminution in value.

#### Discretionary payments suspense

Holiday credits or stamp balances remaining unclaimed for more than seven years at the balance sheet date are transferred to the Discretionary Payments Suspense. The balance standing to the credit of this account is paid out annually at the discretion of the Management Committee in accordance with the Articles of Association.

#### Holiday scheme payments

In accordance with the industry's National Agreement, the company is obliged to meet claims for reimbursement of holiday scheme credits (previously stamps) which are submitted within seven months of the end of the appropriate holiday period. Late claims, i.e. those made outside this timescale, are paid at the discretion of the Management Committee.

Unclaimed amounts for the two scheme years prior to the balance sheet date are treated as current liabilities. Any amounts unclaimed for scheme years between two and seven prior to the balance sheet date are transferred to the Unclaimed Holiday Fund and are shown as long term liabilities.

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Notes forming part of the financial statements for the year ended 28 February 2005 (Continued)

#### 2 Turnover

Turnover is wholly attributable to the principal activity of the company and arises solely within the United Kingdom.

#### 3 Investments

	<b>2005</b> £	<b>2004</b> £
Shares in subsidiary undertakings	71,886	71,886

The investment represents 12 "A" shares of £1 each in Welfare Holdings (H&V) Limited, a company registered in England, and represents the whole of the equity voting rights in that company.

Welfare Holdings (H&V) Limited holds investments and derives its income from the investment of funds generated by the holiday scheme operated by Credit Card Holidays Limited.

During the year ended 28 February 1986 these shares were revalued by the management committee to £71,886 from their historic cost of £12. The investment in Welfare Holdings (H&V) Limited, accounted for under the equity method of accounting, at 28 February 2005 was £12 (2004 - £12) and its profit after taxation but before dividends for the year then ended was £508,086 (2004 - £246,077). The aggregate of its capital and reserves at 28 February 2005 was £48 (2004 - £48).

#### 4 Debtors

4	Debtors	<b>2005</b> £	<b>2004</b> £
	Amounts owed by subsidiary undertaking	14,336,347	12,515,041
5	Creditors: amounts falling due within one year	2005 £	<b>2004</b> £
	Overdraft Amounts owed to related undertakings Holiday scheme liability (note 6)	299,225 14,137,381	2,234,885 239,717 9,897,599
		14,436,606	12,372,201

The overdraft balance was represented by unpresented cheques.

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Notes forming part of the financial statements for the year ended 28 February 2005 (Continued)

6	Holiday scheme		
	·	2005	2004
		£	£
	Balance at 1 March 2004	9,897,599	8,298,422
	Surplus of credits received over payments made for the year	4,332,875	1,615,803
		14,230,474	9,914,225
	Transfer to unclaimed holiday fund in respect of 2002/03		
	(2001/02) unclaimed stamp balances (note 8)	(93,093)	(16,626)
	Balance at 28 February 2005	14,137,381	9,897,599
7	Discretionary payments suspense		
		2005	2004
		£	£
	Balance at 1 March 2004	-	-
	Transfer from unclaimed holiday fund (note 8)	14,375	9,340
		14,375	9,340
	Discretionary payment made to Welplan Limited	(14,375)	(9,340)
	Balance at 28 February 2005		<del></del>

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Notes forming part of the financial statements for the year ended 28 February 2005 (Continued)

8	Creditors: amounts falling due after more than o	ne vear			
	<b>6</b>	•	005	20	004
		£	£	£	£
	Balance at 1 March 2004		214,726		206,452
	Transfer in respect of 2002/03 (2001/02) unclaimed stamp balances		93,093		16,626
			307,819		223,078
	Payment of outdated claims  Transfer balances more than seven years old	890		(988)	
	to discretionary payment suspense (note 7)	14,375		9,340	
			(15,265)		(8,352)
	Balance at 28 February 2005		292,554		214,726
			-		

## 9 Liability of members

The liability of members, of whom there are a maximum of 12, is limited by the company's Memorandum of Association to a sum not to exceed £1 per member on liquidation.

#### 10 Taxation

The company does not trade for profit and therefore no taxation liabilities arise.

## 11 Employees

No remuneration was paid to any member of the management committee during the year (2004 - £nil) and there were no employees of the company during the current and the preceding financial year.

One member of the management committee is a member of the HVCA Retirement Benefits Scheme, a defined benefit scheme (2004 – one).

## 12 Historical cost profits and losses

There is no material difference between the results as disclosed in the profit and loss account and the results on an unmodified historical cost basis. Accordingly, a note of the historical cost profits and losses for the period is not given.

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Notes forming part of the financial statements for the year ended 28 February 2005 (Continued)

#### 13 Related party transactions

The directors consider there to be four classes of related party as follows:-

(i) The controlling members of Credit Card Holidays Limited, Amicus and the Heating and Ventilating Contractors' Association (including its subsidiary companies) are considered to be related parties for the purposes of Financial Reporting Standard No. 8 'Related Party Disclosures'. A summary of the aggregate transactions which have been undertaken by Credit Card Holidays Limited with these related parties is as follows:-

•	<b>2005</b> £	<b>2004</b> £
Amounts included in costs of sales:		
Welfare contributions	1,145,924	1,094,625
Amounts included in creditors due within one year	241,287	239,717

(ii) The welfare schemes listed below are considered to be related parties for the purposes of Financial Reporting Standard No. 8 'Related Party Disclosures' by virtue of Welplan Limited, a wholly owned subsidiary undertaking of the Heating and Ventilating Contractors' Association, administering these schemes as Trustee. The schemes are as follows:-

H&V Sickness and Accident Scheme

H&V Death Benefit Scheme

**H&V** Pensions

TICI Sickness and Accident Scheme

TICI Death Benefit Scheme

A summary of the aggregate transactions which have been undertaken by Credit Card Holidays Limited with these related parties is as follows:-

	2005	2004 £
Amounts included in cost of sales:	~	~
Welfare contributions 1,6	675,525	1,556,226

(iii) The members of the management committee of Credit Card Holidays Limited are related parties for the purposes of Financial Reporting Statement No. 8 'Related Party Disclosures'. A summary of the aggregate transactions with members' representative firms serving on the Council of the Heating and Ventilating Contractors' Association is as follows:

	2005 £	<b>2004</b> £
Amounts included in turnover:		
Welfare contributions	3,424	4,093

Notes forming part of the financial statements for the year ended 28 February 2005 (Continued)

## 13 Related party transactions (continued)

(iv) Welfare Holdings (H & V) Limited, the subsidiary undertaking of Credit Card Holidays Limited, is considered to be a related party for the purposes of Financial Reporting Standard 8 'Related Party Disclosures'. A summary of the aggregate transactions which have been undertaken by Credit Card Holidays Limited with Welfare Holdings (H & V) Limited are as follows:-

	<b>2005</b> £	<b>2004</b> £
Investment in subsidiary undertaking	71,886	71,886
Amounts owed by subsidiary undertaking	14,137,347	12,515,041

## 14 Ultimate controlling party

The company is 50% owned by the Heating and Ventilating Contractors' Association and 50% owned by Amicus.