### **HPB Travel Club Limited**

Report and Financial Statements

Year Ended

31 December 2017

SATURDAY



A19

\*A7798ØNV\* 02/06/2018 COMPANIES HOUSE

#1

Company Number 1992328

### Annual report and financial statements for the year ended 31 December 2017

#### **Contents**

### Page:

1	Report of the directors
2	Directors' responsibilities
3	Report of the independent auditor
5	Statement of comprehensive income
6	Statement of financial position
7	Statement of changes in equity
8	Accounting policies

Notes forming part of the financial statements

#### **Directors**

11

BEG Baber NP Beamish

JC Boyce (Chairman)

Secretary

**GD** Baber

### Registered office

HPB House, 24-28 Old Station Road, Newmarket, Suffolk, CB8 8EH

### Company number

1992328

### **Auditor**

RSM UK Audit LLP, Abbotsgate House, Hollow Road, Bury St Edmunds, Suffolk, IP32 7FA

#### Report of the directors for the year ended 31 December 2017

The directors present their report together with the audited financial statements for the year ended 31 December 2017.

#### **Principal activities**

The company's principal activity during the year continued to be the provision of travel services.

#### **Directors**

The directors of the company during the year were:

BEG Baber (Appointed 1 January 2017)
GD Baber (Resigned 1 January 2017)
NP Beamish
JC Boyce
RG Boyce (Resigned 1 January 2017)
DGW Montgomery (Resigned 30 September 2017)

### Directors' indemnity insurance

Qualifying third party indemnity provision is in place for the benefit of all directors of the company.

#### **Auditor**

The auditor, RSM UK Audit LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

#### Statement of disclosure to auditor

So far as each director is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, each director has 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 auditor is aware of that information.

This report has been prepared in accordance with the provisions applicable to companies entitled to small companies exemption.

On behalf of the Board

C Boyce

#### Directors' responsibilities statement

The directors are responsible for preparing the Annual 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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies' regime (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 those financial statements, the directors are required to:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent; and
- c. 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 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 requirements of 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.

#### Independent auditor's report to the member of HPB Travel Club Limited

#### **Opinion**

We have audited the financial statements of HPB Travel Club Limited (the 'company') for the year ended 31 December 2017 which comprise the statement of comprehensive income, the statement of financial position and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the 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 other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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.

#### Opinions on other matters prescribed by the Companies Act 2006

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

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

#### Independent auditor's report to the member of HPB Travel Club Limited

#### 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 directors' report.

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 exemption from the requirement to prepare a strategic report or in preparing the directors' report.

#### Responsibilities of directors

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, 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: <a href="http://www.frc.org.uk/auditorsresponsibilities">http://www.frc.org.uk/auditorsresponsibilities</a> This description forms part of our auditor's report.

This report is made solely to the company's member, 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, for our audit work, for this report, or for the opinions we have formed.

CLAIRE SUTHERLAND (Senior Statutory Auditor)

For and on behalf of RSM UK Audit LLP, Statutory Auditor

**Chartered Accountants** 

Abbotsgate House

Hollow Road

**Bury St Edmunds** 

Suffolk IP32 7FA

23 Hay 2018

## Statement of comprehensive income for the year ended 31 December 2017

	Note	2017 £	2016 £
Turnover	1	2,173,455	1,643,324
Cost of sales		(957,583)	(458,454)
Gross profit	1	1,215,872	1,184,870
Administrative expenses Fair value gains and losses on foreign exchange contracts	11	(934,265) 5,017	(846,074) (4,511)
Operating profit		286,624	334,285
Interest receivable	5	1,159	2,051
Profit on ordinary activities before taxation	4	287,783	336,336
Taxation on profit on ordinary activities	6	(60,117)	(67,736)
Profit on ordinary activities after taxation and total comprehensive income for the financial year		227,666	268,600

The notes on pages 8 to 16 form part of these financial statements.

### Statement of financial position at 31 December 2017

	Note	201	17		2016
	Note	£	£	£	£
Fired coasts					
Fixed assets	_	0.005		40 447	•
Intangible assets	7	6,095		13,117	
Tangible assets	8	-		83	
			6,095		13,200
Current assets			0,033		10,200
	9	1 006 542		1,534,323	
Debtors	9	1,986,543			
Cash at bank and in hand		1,807,289		1,826,936	
		3,793,832		3,361,259	
Creditors: amounts falling due					
within one year	10	(3,147,401)		(2,779,599)	
Net current assets			646,431		581,660
Net assets			652,526		594,860
Capital and reserves					
Called up share capital	13		50,000		50,000
Profit and loss account			602,526		544,860
Tront and 1033 account					<del></del>
Total equity			652,526		594,860
·					

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements on pages 5 to 16 were approved by the Board and authorised for issue on and are signed on its behalf by:

J C Boyce Chairman

The notes on pages 8 to 16 form part of these financial statements.

# Statement of changes in equity for the year ended 31 December 2017

	Share capital £	Profit and loss account	Total £
Balance at 1 January 2016	50,000	476,260	526,260
Profit and other comprehensive income for the year	-	268,600	268,600
Transactions with owner in its capacity as owner:- Dividends	-	(200,000)	(200,000)
Balance at 31 December 2016	50,000	544,860	594,860
Profit and other comprehensive income for the year	-	227,666	227,666
Transactions with owner in its capacity as owner:- Dividends	-	(170,000)	(170,000)
Balance at 31 December 2017	50,000	602,526	652,526

#### Accounting policies for the year ended 31 December 2017

#### General information

HPB Travel Club Limited ("the Company") is a private company limited by shares incorporated in England and Wales.

The registered office address of the Company is HPB House, 24-28 Old Station Road, Newmarket, Suffolk, CB8 8EH.

#### Principal activity

The company's principal activity during the year continued to be the provision of travel services.

#### **Basis of accounting**

These financial statements have been prepared in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' ('FRS 102'), the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime, and under the historical cost convention, modified to include certain financial instruments at fair value. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

#### Going concern

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

#### Functional and presentational currencies

The financial statements are presented in sterling which is also the functional currency of the company.

### Turnover

Turnover represents amounts receivable for travel services, net of trade discounts and VAT. Where the company acts as principal, turnover includes the value of all travel services together with any commissions receivable. Where the company acts as agent, turnover includes only the commission element of the travel arrangements.

Revenue relating to package themes and tours, and the associated direct costs, are recognised when the holiday is taken. Where the company acts as agent only, revenue is recognised when earned, which is on confirmation of booking. Other revenue and associated expenses are taken to the statement of comprehensive income as earned or incurred.

#### Intangible fixed assets

Intangible fixed assets are initially measured at cost and subsequently measured at cost, net of amortisation and any impairment losses. Amortisation is provided on all intangible fixed assets at rates calculated to write off the cost of each asset to its estimated residual value on a straight line basis over its expected useful life, as follows:-

Computer software

4 years

### Accounting policies for the year ended 31 December 2017 (Continued)

#### Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost net of depreciation and any impairment losses. Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost of each asset to its estimated residual value on a straight line basis over its expected useful life, as follows:-

Office equipment
Computer equipment

10 years

- 4 years

Residual value is calculated on prices prevailing at the reporting date, after estimated costs of disposal, for the asset as if it were at the age and in the condition expected at the end of its useful life.

#### **Taxation**

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current tax is based on taxable profit for the year. Taxable profit differs from the profit on ordinary activities because it excludes items of income or expense that are taxable or deductible in other periods. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is not discounted.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and the profit on ordinary activities that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Current and deferred tax is charged or credited in profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### Leases

All leases are operating leases and the annual rentals are charged to profit or loss on a straight line basis over the lease term.

#### **Employee benefits**

The costs of short-term employee benefits are recognised as a liability and an expense.

The holiday year for HPB Travel Club Limited ends at the reporting date.

Employees are not entitled to carry forward any unused holiday entitlement at the reporting date, unless there are exceptional circumstances.

### Accounting policies for the year ended 31 December 2017 (Continued)

#### Retirement benefits

Contributions are made into the individual pension plans of certain employees. The contributions are charged to the profit or loss in the year in which they become payable.

#### Financial instruments

The Company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102, in full, to all of its financial instruments. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument, and are offset only when the Company currently has a legally enforceable right to set off the recognised amounts and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

#### Trade debtors

Trade debtors which are receivable within one year and which do not constitute a financing transaction are initially measured at the transaction price. Trade debtors are subsequently measured at amortised cost, being the transaction price less any amounts settled and any impairment losses.

#### **Creditors**

Creditors payable within one year that do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being the transaction price less any amounts settled.

#### Foreign currencies

Transactions in currencies other than the functional currency (foreign currencies) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

The Company uses foreign currency forward contracts to manage the foreign exchange risk of future transactions and cash flows.

The contracts are valued based on available market data. The Company does not adopt hedge accounting for forward exchange contracts and, consequently, fair value gains and losses are recognised in profit or loss.

### **Dividends**

Dividends are recognised as liabilities once they are no longer at the discretion of the Company.

### Notes forming part of the financial statements for the year ended 31 December 2017

#### 1 Turnover

As stated in the accounting policies, where the company acts as agent, turnover includes only the commission element of the travel arrangements. The gross turnover and cost of sales for the year were as follows:

		2017 £	2016 £
	Gross turnover Gross cost of sales	11,972,903 (10,757,031)	11,092,353 (9,907,483)
	Gross profit	1,215,872	1,184,870
2	Employees	2017	2016
	Staff costs consist of:	£	£
	Wages and salaries Social security costs Pension costs	475,946 36,294 11,908	445,056 33,705 10,713
		524,148	489,474
	·		

The average number of employees of the company during the year, including directors, was as follows:

	2017 Number	2016 Number
Administration and sales Directors	24 4	23 5
	28	28

#### 3 Directors

The directors, who are considered to be the key management personnel, did not receive any emoluments or accrue any benefits under an individual personal pension plan, to which the company contributed, during this or the previous year.

### 4 Profit on ordinary activities before taxation

	2017	2016
	£	£
Profit before taxation is stated after charging:		
Depreciation	83	200
Amortisation	7,022	8,320
Operating lease - rent of premises	<b>52,000</b>	52,000
Auditor's remuneration:		
- audit services – statutory audit	6,500	6,250
- taxation and other	6,050	5,750

# Notes forming part of the financial statements for the year ended 31 December 2017 (Continued)

	Interest receivable		
		2017 £	2016 £
	Bank interest	1,013	1,716
	Corporation tax repayment interest	146	335
		1,159	2,051
6	Taxation	2047	2040
		2017 £	2016 £
	Current taxation		
	UK corporation tax on the profit for the year Adjustment in respect of the previous year	55,588 2,405	67,957 (154)
		57,993	67,803
	Deferred taxation Origination and reversal of timing difference	2,124	(337)
	Adjustment in respect of previous year Effect of tax rate change on opening balance	-	(65) 335
		2,124	(67)
	Taxation on profit on ordinary activities	60,117	67,736
	The tax assessed for the year is different to that calculated at the applic tax in the UK. The differences are explained below:	cable standard rate of	corporation
	tox the entrine annotation of explanation was a		-
		2017	2016
	Profit on ordinary activities before tax	2017 £ 287,783	2016 £
	Profit on ordinary activities before tax  Profit on ordinary activities multiplied by the standard rate of	£	2016 £ 336,336
	Profit on ordinary activities before tax	£ 287,783	2016 £ 336,336
	Profit on ordinary activities before tax  Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 19.25% (2016 – 20%)  Effects of:  Expenses not deductible for tax purposes	£ 287,783 ————————————————————————————————————	2016 £ 336,336 67,267
	Profit on ordinary activities before tax  Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 19.25% (2016 – 20%)  Effects of:  Expenses not deductible for tax purposes Fixed asset differences	£ 287,783 ————————————————————————————————————	2016 £ 336,336 67,267 271 1,664
	Profit on ordinary activities before tax  Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 19.25% (2016 – 20%)  Effects of:  Expenses not deductible for tax purposes Fixed asset differences Other short term timing differences Tax rate and other differences	£ 287,783 55,398 81 2,525 (292)	2016 £ 336,336 67,267 271 1,664 (1,642 395
	Profit on ordinary activities before tax  Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 19.25% (2016 – 20%)  Effects of:  Expenses not deductible for tax purposes Fixed asset differences Other short term timing differences	£ 287,783 ————————————————————————————————————	2016

## Notes forming part of the financial statements for the year ended 31 December 2017 (Continued)

7	Intangible fixed assets			Computer software
				Software
	Cost			_
	At 1 January 2017 and at 31			
	December 2017			146,405
	Amortisation			-
	At 1 January 2017			133,288
	Provided for the year			7,022
	At 31 December 2017			140,310
	Net book value			
	At 31 December 2017			6,095
	At 31 December 2016			13,117
8	Tangible fixed assets			
_		Computer	Office '	
	•	equipment	equipment	Total
		£	£	£
	Cost			
	At 1 January 2017 and at 31			
	December 2017	. 798	65,731	66,529
	Depreciation			
	At 1 January 2017	715	65,731	66,446
	Provided for the year	83	-	83
	At 31 December 2017	798	65,731	66,529
	Net book value			
	At 31 December 2017	-	-	-
	At 31 December 2016	. 83		83

Notes forming part of the financial statements for the year ended 31 December 2017 (Continued)

9	Debtors		
		2017	2016
		£	£
	Falling due within one year:		
	Trade debtors	1,786,892	1,340,719
	Amounts owed from group undertakings	1,700	3,584
	Corporation tax recoverable	-	19,408
	Prepayments and accrued income	197,835	168,372
	Falling due after one year:	•	
	Deferred tax (note 12)	116	2,240
	·	1,986,543	1,534,323
10	Creditors: amounts falling due within one year		
		2017	2016
		£	£
	Trade creditors	2,297,165	1,687,593
	Amounts owed to group undertakings	318,051	731,534
	Corporation tax	2,390	-
	Other taxation and social security	34,782	16,252
	Foreign currency forward contracts (note 11)		5,017
	Other creditors	-	3,269
	Accruals and deferred income	495,013	335,934
		3,147,401	2,779,599

#### 11 Financial instruments

The carrying amount of each category of the company's financial instruments held at fair value through profit or loss at 31 December were:

profit of 1033 at 31 December were.	2017 £	2016 £
Foreign exchange forward contracts	-	5,017

The company uses foreign currency forward contracts to manage the foreign exchange risk of future transactions and cash flows.

The contracts are valued based on available market data. The company does not adopt hedge accounting for forward exchange contracts and, consequently, fair value gains and losses are recognised in profit or loss.

Notes forming part of the financial statements for the year ended 31 December 2017 (Continued)

12	Deferred taxation				
					2017 £
	Balance at 1 January 2017 Movement in the year			-	2,240 (2,124)
•	Balance at 31 December 2017	·			116
	The deferred tax assets recognised by t	he company are:			
				2017 £	2016 £
	Fixed asset timing differences Short term timing differences			113 3	1,388 852
				116	2,240
13	Share capital			Allotted, cal	lod up and
		Autho	rised	fully p	
	·	2017 £	2016 £	2017 £	2016 £
	Ordinary shares of £1 each	100,000	100,000	50,000	50,000
14	Commitments under operating leases				

As at 31 December 2017, the total future minimum lease payments under non-cancellable operating leases for land and buildings as set out below:

	2017	2016
	£	£
Amounts due:		
- Within one year	52,000	52,000
- Between one and five years	208,000	208,000
- After five years	294,667	346,667
·	554,667	606,667
•		

#### 15 Pensions

The company makes payments into individual personal pension plans on behalf of certain employees. The assets of these pension plans are held separately from those of the company in independently administered funds. The pension cost charge represents contributions payable by the company to the funds. The charge for the year was £11,908 (2016 - £10,713). Contributions of £15 (2016 - £Nil) were outstanding at the year end.

Notes forming part of the financial statements for the year ended 31 December 2017 (Continued)

#### 16 Ultimate parent company

Throughout the year and the previous year, the ultimate parent company was Quality Holidays Assured Limited, a company incorporated in the Isle of Man, which is the parent of the largest group of which the company is a member.

Throughout the year and the previous year, HPB Travel Club Holdings Plc, a company incorporated in England and Wales, has been the company's immediate parent company and therefore the parent of the smallest group of which the company is a member.

The financial statements of HPB Travel Club Holdings Plc can be obtained from Companies House.

The address of the parent's registered office is:

HPB House 24-28 Old Station Road Newmarket Suffolk CB8 8EH