DIRECTORS' AND TRUSTEES' REPORT AND ACCOUNTS

FOR THE YEAR ENDED 31ST DECEMBER 2011

MONDAY

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30/04/2012 COMPANIES HOUSE #10

Company No: 02571767 Charity No: 1125462

REPORT AND ACCOUNTS

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OFFICERS AND FINANCIAL ADVISORS

Directors and Trustees

J Pinnick

- Chair

I H Brecker M Green

A C Millett B A Finch

(App't 01/01/12)

Secretary

C R Marks

Senior Management Team

C R Marks

- Chief Executive

Company Number

02571767

Charity Number

1125462

Registered Office

Stella Lucas House

105 High Street

Edgware

Middlesex HA8 7DB

Auditors

Ramon Lee & Partners

Kemp House

152/160 City Road London EC1V 2DW

Bankers

NatWest Bank Plc Tavistock House

Tavistock Square London WC1H 9XA

DIRECTORS' AND TRUSTEES' REPORT

FOR THE YEAR ENDED 31ST DECEMBER 2011

The Directors and Trustees present their report and audited accounts for the year ended 31st December 2011

The accounts have been prepared in accordance with the accounting policies set out in note 1 to the accounts and comply with the Charity's Memorandum and Articles of Association, applicable law and the requirements of the Statement of Recommended Practice, "Accounting and Reporting by Charities" issued in March 2005

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

'All Aboard' Shops Limited is a company limited by guarantee and not having a capital divided by shares

The company was incorporated on 4th January 1991 and registered as a charity on 11th August 2008. It is a registered charity constituted as a limited company under the Memorandum and Articles of Association. The Charity's registration number is 1125462 and the company registration number is 02571767.

Recruitment and appointment of Trustees

As set out in the Articles of Association the Chair of the Trustees is nominated by existing Trustees. The Directors of the organisation are also the Charity's Trustees for the purposes of charity law.

The Board of Trustees has the power to appoint additional Trustees as it considers fit to do so

The Trustees in office in the year are set out on page 2. The Trustees have no beneficial interest in the company other than as members. The Trustees are also the directors of the company. All of the Trustees are members of the company and guarantee to contribute £1 each in event of winding up.

Trustee induction and training

The Trustees recognise the importance of maintaining a good working knowledge of charity and company law and best practise by reading appropriate publications and attendance at charity and company courses run by outside providers New Trustees are given copies of the Memorandum and Articles of Association

Organisation

The Board of Trustees, which comprises five members, administers the Charity The Board meets periodically to review the affairs of the Charity and to consider strategies and operations. To facilitate activities, the Board have delegated authority, within terms of delegation approved by the Trustees, for operational matters including financial, employment and other related activities. All decisions relating to strategy and policy are made by the Board of Trustees.

Related Parties

The Charity does not have relationships with related parties or other charities and organisations with which it cooperates in pursuit of its charitable objectives

Risk management

The Trustees have a risk management strategy which comprises

- An annual review of the risks the Charity may face,
- The establishment of systems and procedures to mitigate those risks identified in the plan.
- Implementation of procedures designed to minimise any potential impact on the Charity should those risks materialise
- Investment risk is minimised by the holding of surplus monies in recognised and stable bank deposits

Public Benefit statement

The Trustees consider that they have complied with Section 4 of the Charities Act 2006 with regard to the guidance on public benefit published by the Charity Commission and we hope that this will be apparent as we set out below some of our key achievements for the year

DIRECTORS' AND TRUSTEES' REPORT (Cont/d)

FOR THE YEAR ENDED 31ST DECEMBER 2011

OBJECTIVES AND ACTIVITIES

The principal aims and objectives of the Charity are to operate retail Shops, the profits from such operations being donated for the benefit of UK Charities and to promote the ideals of recycling and working for a cleaner and healthier environment

ACHIEVEMENTS AND PERFORMANCE

The trading performance for this year achieved the Trustees highest expectations

The benefit from shop upgrades, management re-structuring and training seminars and instruction initiated during 2010, as well as the additional resources available to us following the move to our new Head Office in that year, were reflected in the substantially increased trading results

It is expected that these benefits will continue to have a beneficial impact on future years' activities and results

The second half of this year saw the implementation of plans to be able to claim Gift Aid from HMRC, on sales of donations received from Gift Aided donors. Very considerable capital expenditure was incurred on the installation of EPOS tills in all our branches, on staff training on their installation, operation and accounting processes, and the development of operating systems both for the collection of Gift Aided donations and the sale of Gift Aided items in the shops. Additional temporary Head Office staff had to be employed to convert some of our existing systems and help create some of the required new ones.

Although the recovery of these initial costs and the subsequent ongoing benefits from this expenditure in both cost and personnel resource, are not expected to be fully realised for at least a further 12/18 months, early signs of Gift Aid reclaim benefits have been most encouraging

A further shop was opened in the latter half of the year, with a second shop acquired, our 18th Its opening had to be delayed until early 2012, due to contractual delays. Capital expenditure on fitting out both these shops was incurred in this year, with the trading benefits due to come on stream in 2012.

FINANCIAL REVIEW

The Statement of financial Activities showed a net surplus of £110,156 (2010 – deficit £11,872) for the year and reserves stand at £146,251 (2010 – £36,095)

During the year the Charity made donations of £107,387 (2010 - £106,150) to UK Charities

Investment powers and policy

The Memorandum and Articles of Association authorises the Trustees to make and hold investments using the general funds of the Charity The trustees have the power to invest in any way that they see fit

Reserves policy

At the balance sheet date the Charity had retained unrestricted funds totalling £146,251. It is the policy of the Trustees to maintain reserves at a level sufficient to guarantee its operations.

FUTURE PLANS AND DEVELOPMENTS

The Charity has plans to carry out the following in the next financial year

- · concentrating on the implementation and development of the Gift Aid reclaim scheme
- · increasing the level of donated items received
- · increasing the number of volunteers working in the shops and Head Office
- carrying out a strategic review of its future operations, in both its retail and charitable areas of activity
 and implementing agreed policies, to enhance development and performance opportunities, having now
 completed 25 years of activities

DIRECTORS' AND TRUSTEES' REPORT (Cont/d)

FOR THE YEAR ENDED 31ST DECEMBER 2011

CHARITABLE DONATIONS

Charitable purpose:	<u>Unrestricted</u> £	2011 £	<u>2010</u> £
Jewish education, culture and community support	102,387	102,387	101,150
Medical care	5,000	5,000	5,000
	107,387	107,387	106,150

TRUSTEES' RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS

The Trustees (who are also directors of 'All Aboard' Shops Limited for the purposes of company law) are responsible for preparing the Trustees' Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

Company law requires the Trustees to prepare financial statements for each financial year. Under that law the Trustees 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 Trustees must not approve the financial statements unless they are satisfied that they that give a true and fair view of the state of affairs of the company and of its income and expenditure for that period. In preparing these financial statements, the Trustees are required to

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

The Trustees are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the charitable 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 charitable company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Trustees are aware

- there is no relevant audit information of which the charitable company's auditor is unaware, and
- the Trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the charity's auditor aware of that information

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

APPROVED BY THE BOARD AND SIGNED ON ITS BEHALF BY:

APRIL 2012

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

'ALL ABOARD' SHOPS LIMITED

We have audited the financial statements of 'All Aboard' Shops Limited for the year ended 31st December 2011 which comprise the Statement of Financial Activities (Summary Income and Expenditure Account), Balance Sheet and 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).

This auditor's 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 auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume any 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 TRUSTEES AND AUDITOR

As explained more fully in the Trustees' Responsibilities Statement set out on page 5, the trustees (who are also the directors of the charitable company for the purposes of company law) 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

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 charitable company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the trustees, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' and Trustees' 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 THE FINANCIAL STATEMENTS

In our opinion the financial statements

- give a true and fair view of the state of the charitable company's affairs as at 31st December 2011 and of its incoming resources and application of resources, including its income and expenditure, 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 THE OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Trustees' Annual Report for the financial year for which the financial statements are prepared is consistent with the financial statements

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 trustees' remuneration specified by law are not made, or
- · we have not received all the information and explanations we require for our audit, or
- the trustees 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' and Trustees' report

Down

DAVID TERRY (SENIOR STATUTORY AUDITOR)
FOR AND ON BEHALF OF STATUTORY AUDITORS
RAMON LEE & PARTNERS
CHARTERED ACCOUNTANTS

KEMP HOUSE 152/160 CITY ROAD LONDON EC1V 2DW 25TH APRIL 2012

STATEMENT OF FINANCIAL ACTIVITIES SUMMARY INCOME AND EXPENDITURE ACCOUNT

FOR THE YEAR ENDED 31ST DECEMBER 2011

INCOMING RESOURCES	Notes	Unrestricted <u>Funds</u> £	2011 £	<u>2010</u> £
Incoming resources from generated funds				
Voluntary income Donations		1,021	1,021	
Gift aid		3,566	3,566	-
Activities for generating funds		3,000	0,000	
Trading income	2	1,948,618	1,948,618	1,740,873
Investment income				
Bank interest		27	27	105
Other income		-	-	141
Total incoming resources		1,953,232	1,953,232	1,741,119
RESOURCES EXPENDED				
Cost of generating funds				
Fundraising trading costs and other costs		1,729,399	1,729,399	1,637,647
Charitable activities		107,387	107,387	106,150
Governance costs		6,290	6,290	9,194
Total resources expended	3	1,843,076	1,843,076	1,752,991
Net movement in funds		110,156	110,156	(11,872)
RECONCILIATION OF FUNDS				
Total funds brought forward		36,095	36,095	47,967
Total funds carried forward		146,251	146,251	36,095

The Statement of Financial Activities also complies with the requirements for an income and expenditure account under the Companies Act 2006

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the above financial periods

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the above movement in funds for the above financial periods

The notes on pages 9 to 14 form part of these accounts

BALANCE SHEET AS AT 31ST DECEMBER 2011

	<u>Notes</u>	£	<u>2011</u>	£	£	<u>2010</u>	£
FIXED ASSETS							
Tangible fixed assets	6			195,571			67,259
CURRENT ASSETS							
Debtors Cash at bank and in hand	7	42,316 43,299			40,635 89,888		
		85,615	•		130,523	•	
CREDITORS: amounts falling due within one year	8	(116,041)			(161,687)		
NET CURRENT ASSETS				(30,426)			(31,164)
TOTAL ASSETS LESS CURRENT LIABILITI	ES			165,145	-	_	36,095
CREDITORS: amounts falling due after more than one year	9			(18,894)			-
NET ASSET				146,251	• •	_	36,095
INCOME FUNDS							
Unrestricted funds: General funds	11		_	146,251 146,251	<u>-</u>	_	36,095 36,095

These financial statements have been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006

These accounts were approved by the Board of Directors and Trustees on 25th April 2012 and were signed on its behalf by

J PINNIC

Mullett A C MILLET

Company Registration No: 02571767

The notes on pages 9 to 14 form part of these accounts

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 31ST DECEMBER 2011

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. The accounting policies have been applied consistently throughout the year and in the preceding year.

1.1 Basis of preparation of accounts

The financial statements have been prepared under the historical cost convention. The financial statements have been prepared in accordance with the Statement of Recommended Practice – Accounting and Reporting by Charities (SORP 2005) issued in March 2005, applicable UK Accounting Standards and the Companies Act 2006. The principal accounting policies adopted in the preparation of the financial statements are set out below.

1.2 Funds accounting

Unrestricted funds are available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity

1.3 Incoming resources

All incoming resources are included in the SOFA when the Charity is entitled to the income and the amount can be quantified with reasonable accuracy. The following specific policies are applied to particular categories of income

Voluntary income is received by way of donations and is included in full when receivable. For legacies, entitlement is the earlier of the Charity being notified of an impending distribution and of the legacy being received.

Clothing and other items donated for resale through the Charity's shops are included as incoming resources within activities for generating funds when they are sold. Gifts in kind are included at market valuation, provided by third party and recognised on receipt. No value is placed on the stock of donated goods at the year end.

Incoming resources from charitable trading activity are accounted for when earned

Investment income is included when receivable

1.4 Volunteers and donated services and facilities

The value of services provided by volunteers is not incorporated into these financial statements. Further details of the contribution made by volunteers can be found in the trustee's annual report.

Where services are provided to the Charity as a donation that would normally be purchased from our suppliers, this contribution is included in the financial statements at an estimated based on the value of the contribution to the Charity. There were no such donations during the year

1.5 Resources expended

Expenditure is recognised on an accrual basis as a liability is incurred. Expenditure includes any VAT which cannot be fully recovered, and is reported as part of the expenditure to which it relates.

Costs of generating funds comprise the costs associated with attracting voluntary income and the costs of trading for fundraising purposes including the Charity's shops

Charitable expenditure comprises those costs incurred by the Charity in the delivery of its activities and services for its beneficiaries. It includes both costs that can be allocated directly to such activities and those costs of an indirect nature necessary to support them.

NOTES TO THE ACCOUNTS (Cont/d)

FOR THE YEAR ENDED 31ST DECEMBER 2011

Governance costs include those costs associated with meeting the constitutional and statutory requirements of the Charity and include the audit fees and costs linked to the strategic management of the Charity

All costs are allocated between the expenditure categories of the SOFA on a basis designed to reflect the use of the resource. Costs relating to a particular activity are allocated directly, others are on a transaction basis.

1.6 Taxation

The Charity is a registered charity and, therefore, is not liable for Income Tax or Corporation Tax on income derived from its charitable activities, as it falls within the various exemptions available to registered charities

1.7 Tangible fixed assets

Tangible fixed assets are stated at cost less depreciation

Depreciation is provided at rates calculated to write off the cost or valuation of fixed assets, less their estimated residual value, over their expected useful lives on the following basis

Short term lease and improvements Fixtures, fittings and equipment EPOS System Motor vehicle Over period of lease 20% net book value Between 1 and 2 years 25% net book value

2. ACTIVITIES FOR GENERATING FUNDS

	<u>Unrestricted</u>	<u> 2011</u>	<u> 2010</u>
Trading income:	£	£	£
Turnover from donated goods	1,948,618	1,948,618	1,740,873
	1,948,618	1,948,618	1,740,873

NOTES TO THE ACCOUNTS (Cont/d)

FOR THE YEAR ENDED 31ST DECEMBER 2011

3. RESOURCES EXPENDED

	Basis of allocation	Donations £	Trading activities £	Governance £	2011 £	2010 £
Costs directly allocated to acti	ivities [.]					
Staff costs	Direct	-	769,658	-	769,658	705,471
Shop costs	Direct	-	561,648	-	561,648	559,167
Charitable donations	Direct	107,387	-	-	107,387	106,150
Audit fees	Direct	-	-	4,400	4,400	4,000
Support costs allocated to act	ivities [.]					
Premises	Transaction	-	36,702	-	36,702	43,477
General and office finance costs	Transaction	-	182,571	1,890	184,461	202,322
Communications	Transaction	-	79,675	-	79,675	68,568
Travelling	Transaction	-	17,090	_	17,090	10,278
Information technology	Transaction	-	4,347	-	4,347	3,908
EPOS system running costs	Transaction	-	7,788	-	7,788	-
Legal and professional fees	Transaction	-	20,144	-	20,144	15,356
Depreciation	Transaction	-	26,756	-	26,756	17,119
Bank and credit card charges	Transaction	-	23,019	-	23,019	20,631
Corporation tax	Transaction	-	-	-	-	(3,456)
		107,387	1,729,399	6,290	1,843,076	1,752,991

4. NET INCOMING RESOURCES

Net incoming resources are shown after charging	<u>2011</u> £	<u>2010</u> £
Depreciation of tangible fixed assets	26,756	17,119
Auditor's remuneration	4,400	4,000

5. DIRECTORS AND EMPLOYEES

STAFF COSTS	<u>2011</u> £	2010 £
Salaries National Insurance	853,494 70,397	817,790 67,581
National insurance	923,891	885,371

There were no employees whose annual emoluments were £60,000 or more

As a charity, no director received any remuneration in the year (2010 - £nil)

The average weekly full time number of staff employed by the Charity during the period was as follows

Direct charitable work	52	47
Administrative work	4	4

NOTES TO THE ACCOUNTS (Cont/d)

FOR THE YEAR ENDED 31ST DECEMBER 2011

6. TANGIBLE FIXED ASSETS

	<u>2011</u>	<u>2010</u>
NET BOOK VALUES	£	£
Short term lease and improvements	40,894	-
Fixtures, fittings and equipment	63,406	63,603
EPOS System	88,529	-
Motor vehicle	2,742	3,656
	195,571	67,259

MOVEMENTS IN YEAR

Cost or valuation	Opening <u>Balances</u> £	Additions £	<u>Disposals</u> £	Closing <u>Balances</u> £
Short term lease and improvements	8,444	47,319	-	55,763
Fixtures, fittings and equipment	135,069	15,654	-	150,723
EPOS System	-	92,095	-	92,095
Motor vehicle	6,500	-	-	6,500
	150,013	155,068		305,081

Depreciation	Opening <u>Balances</u> £	Charge <u>For Year</u> £	<u>Disposals</u> £	Closing <u>Balances</u> £
Short term lease and improvements	8,444	6,425	•	14,869
Fixtures, fittings and equipment	71,466	15,851	-	87,317
EPOS System	-	3,566	-	3,566
Motor vehicle	2,844	914	-	3,758
	82,754	26,756		109,510

The net book value of tangible fixed assets includes £54,199 (£nil - 2010) in respect of assets held under finance leases or hire purchase contracts. The depreciation charge in respect of such assets amounted to £2,853 (£nil - 2010) for the year

7. DEBTORS

	<u>2011</u> £	2010 £
Trade debtors Sundry debtors and prepayments Taxation	14,476 19,363 8,477	7,940 29,195 3,500
1 distant	42,316	40,635

Sundry debtors and prepayments includes two rent deposits of £6,000 (2010 - £3,000), which is receivable after more than one year

NOTES TO THE ACCOUNTS (Cont/d)

FOR THE YEAR ENDED 31ST DECEMBER 2011

8. CREDITORS: amounts falling due within one year

	<u>2011</u> £	<u>2010</u> £
Bank overdraft	-	7,235
Net obligation under hire purchase contracts	25,231	· -
Trade creditors	40,534	17,472
Taxation and social security	26,011	22,702
Sundry creditors and accruals	24,265	32,778
Charity donations	-	81,500
	116,041	161,687

9. CREDITORS: Amounts falling due after more than one year

<u>-</u>	<u>2011</u> £	2010 £
Net obligation under hire purchase contracts	18,894	-
	18,894	

10. SHARE CAPITAL

The company is limited by guarantee and does not have a share capital divided by shares

11. MOVEMENTS IN FUNDS

	Balance at <u>01.01.11</u> £	Income £	Expenditure £	Balance at <u>31.12.11</u> £
Unrestricted funds: General funds	36,095	1,953,232	1,843,076	146,251
Total unrestricted funds	36,095	1,953,232	1,843,076	146,251
Total Funds	36,095	1,953,232	1,843,076	146,251

12. ANALYSIS OF FUND BALANCES BETWEEN NET ASSETS

<u>Unrestricted</u> £	<u>2011</u> £	2010 £
195,571	195,571	67,259
		(31,164) 36,095
	£	£ £ 195,571 195,571 (49,320)

'ALL ABOARD' SHOPS LIMITED NOTES TO THE ACCOUNTS (Cont/d)

FOR THE YEAR ENDED 31ST DECEMBER 2011

13. OPERATING LEASE COMMITMENTS

The amounts payable in the forthcoming year in respect of operating leases relating to rent and service charges are shown below, analysed according to the expiry date of the leases

	<u>2011</u> £	<u>2010</u> £
Within one year	46,000	50,150
Between two and five years	130,000	107,000
After five years	241,000	238,500
	417,000	395,650

14. RELATED PARTY TRANSACTIONS

No Trustee received any remuneration during the year (2010 - £nil) Trustee indemnity insurance totalling £1,890 (2010 - £1,412) was paid on behalf of the Trustees during the year