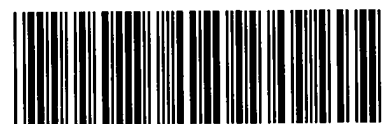


Registered number
02589238

ukactive
Report and Accounts
31 March 2015

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ukactive
Report and accounts
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ukactive
Company Information

Directors

Fred Turok (chairman)	(resigned 01 May 2015)
Susan Anstiss	(resigned 16 March 2015)
David Stalker	(appointed 25 March 2015)
David Bibby	(resigned 16 March 2015)
Graeme Hinde	(resigned 16 March 2015)
Martin Long	(resigned 16 March 2015)
Andrew McCabe	(resigned 16 March 2015)
Malcolm McPhail	(resigned 16 March 2015)
David Pugh	(resigned 16 March 2015)
Dave Wright	(resigned 16 March 2015)
Martin Seibold	(resigned 16 March 2015)
Debra Stuart	
Nigel Wallace	(resigned 16 March 2015)
John Treharne	(resigned 28 November 2014)
Jeremy Whitting	(resigned 28 November 2014)
Jason Worthly	(resigned 28 November 2014)
Max Sharp	(resigned 28 November 2014)
Julie Porter	(resigned 28 November 2014)
Rob Love	(resigned 28 November 2014)
Phil Rumbelow	(resigned 28 November 2014)
Sandra Dodd	(appointed 01 May 2015)
Tanni Grey-Thompson DBE (chair)	(appointed 01 May 2015)
Dr. Ewan Hamnett	(appointed 01 May 2015)
Matthew Merrick	(appointed 01 May 2015)
Mark Sesnan	(appointed 01 May 2015)

Secretary

Stephen Williams

Auditors

Keith Graham, Chartered Accountants
Suite 2, Wesley Chambers
Queens Road
Aldershot
Hampshire
GU11 3JD

Bankers

The Royal Bank of Scotland
Liverpool Group of Branches
1 Dale Street
Liverpool
L2 2PP

Registered office

4th and 5th Floor
26-28 Bedford Row
London
WC1R 4HE

Registered number

02589238

ukactive**Registered number:****02589238****Directors' Report**

The directors present their report and accounts for the year ended 31 March 2015.

Principal activities

The company's principal activity during the year continued to be the support of its members and the promotion of the UK health and fitness industry, with the provision of subscription based membership services and the industry's most successful and leading events, the Flame Conference and the Industry Summit.

During October 2012 the company entered into a 5 year agreement with the PPL music licensing company to collect licence fees from May 2013 for exercise classes at member facilities. This arrangement was entered into as part of the licence fee charging tariff negotiated by the company on behalf of the UK health and fitness industry. Under this agreement ukactive members will receive significant discounts and the company will retain an appropriate administration charge. This has now been extended to include VPL and offer ukactive members similar discounts.

The directors are satisfied with the company's results and look forward to the future with optimism as the company has maintained its membership base and the up and coming events are on target with budgets.

Directors

The following persons served as directors during the year:

Fred Turok (chairman)	(resigned 01 May 2015)
Susan Anstiss	(resigned 16 March 2015)
David Stalker	(appointed 25 March 2015)
David Bibby	(resigned 16 March 2015)
Graeme Hinde	(resigned 16 March 2015)
Martin Long	(resigned 16 March 2015)
Andrew McCabe	(resigned 16 March 2015)
Malcolm McPhail	(resigned 16 March 2015)
David Pugh	(resigned 16 March 2015)
Dave Wright	(resigned 16 March 2015)
Martin Seibold	(resigned 16 March 2015)
Debra Stuart	
Nigel Wallace	(resigned 16 March 2015)
John Treharne	(resigned 28 November 2014)
Jeremy Whitling	(resigned 28 November 2014)
Jason Worthy	(resigned 28 November 2014)
Max Sharp	(resigned 28 November 2014)
Julie Porter	(resigned 28 November 2014)
Rob Love	(resigned 28 November 2014)
Phil Rumbelow	(resigned 28 November 2014)
Sandra Dodd	(appointed
Tanni Grey-Thompson DBE (chair)	(appointed
Dr. Ewan Hamnett	(appointed
Matthew Merrick	(appointed
Mark Sesnan	(appointed

ukactive

**Registered number:
Directors' Report**

02589238

Directors' responsibilities

The directors are responsible for preparing the report and accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. Under that law the directors have elected to prepare the accounts 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 accounts 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 accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the accounts 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 accounts comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to auditors

Each person who was a director at the time this report was approved confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Small company provisions

This report has been prepared in accordance with the provisions in Part 15 of the Companies Act 2006 applicable to companies subject to the small companies regime.

This report was approved by the board on ^{10th November} 2015 and signed by its order.



Tanni Grey-Thompson DBE
Director

ukactive
Independent auditors' report
to the members of ukactive

We have audited the accounts of ukactive for the year ended 31 March 2015 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard For Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the accounts and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the accounts 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 (APB's) Ethical Standards for Auditors.

In accordance with the exemption provided by APB Ethical Standard - Provisions Available for Smaller Entities (Revised), we have prepared and submitted the company's returns to the tax authorities and assisted with the preparation of the accounts.

Scope of the audit of the accounts

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm

Opinion on the accounts

In our opinion the accounts:

- give a true and fair view of the state of the company's affairs as at 31 March 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

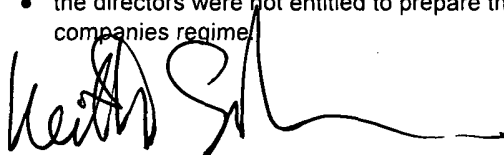
Opinion on other matters prescribed by the Companies Act 2006

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

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 accounts 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 accounts and the directors' report in accordance with the small companies regime



Mr Simon Pusey BA FCA
(Senior Statutory Auditor)
for and on behalf of
Keith Graham, Chartered Accountants
and Statutory Auditors

18 December 2015

Suite 2, Wesley Chambers
Queens Road
Aldershot
Hampshire
GU11 3JD

ukactive
Profit and Loss Account
for the year ended 31 March 2015

	Notes	2015 £	2014 £
Turnover		9,074,477	6,123,605
Cost of sales		(6,551,418)	(4,076,556)
Gross profit		<u>2,523,059</u>	<u>2,047,049</u>
Administrative expenses		(2,252,296)	(1,784,801)
Operating profit	2	<u>270,763</u>	<u>262,248</u>
Interest receivable		7,515	6,266
Profit on ordinary activities before taxation		<u>278,278</u>	<u>268,514</u>
Tax on profit on ordinary activities	4	(1,146)	(1,089)
Profit for the financial year		<u>277,132</u>	<u>267,425</u>

ukactive
Balance Sheet
as at 31 March 2015

	Notes	2015 £	2014 £
Fixed assets			
Tangible assets	5	172,219	100,189
Current assets			
Stocks and event services		-	50,000
Debtors	6	1,415,773	1,092,848
Cash at bank and in hand		2,181,678	1,564,092
		<u>3,597,451</u>	<u>2,706,940</u>
Creditors: amounts falling due within one year	7	(2,924,573)	(2,239,164)
Net current assets		<u>672,878</u>	<u>467,776</u>
Net assets		<u>845,097</u>	<u>567,965</u>
Capital and reserves			
Profit and loss account	8	845,097	567,965
Member's funds		<u>845,097</u>	<u>567,965</u>

The accounts have been prepared in accordance with the provisions in Part 15 of the Companies Act 2006 applicable to companies subject to the small companies regime.

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Tanni Grey-Thompson DBE
 Director

Approved by the board on 10th November 2015

ukactive
Notes to the Accounts
for the year ended 31 March 2015

1 Accounting policies

Basis of preparation

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

Turnover

Turnover represents the value of events and membership services provided to members during the year. It is ukactive's policy to only supply value services to its membership. Prepaid memberships and other services are pro-rated to the profit and loss account over the period of the membership.

Grants

Grant income is recognised when the company is entitled to receipt and is allocated in the period to which the costs associated with the grant arise. Grants received are shown in the profit and loss account as part of turnover and the associated costs are shown in the remainder of the profit and loss account according to their nature.

Depreciation

Depreciation has been provided at the following rates in order to write off the assets over their estimated useful lives.

Furniture, fixtures and fittings	12.5% straight line
Office equipment	20% straight line
Website development costs	33.33% straight line
Leasehold improvements	over period of the lease

Fixed asset disposals during the year have been disposed at the rate of their full cost of acquisition.

Stocks and event services

Stock is valued at the lower of cost and net realisable value and comprises packs, booklets and products available to members.

Event services have been accounted for under SSAP 9, stocks and long-term contracts. Event services include prepaid expenditure on major events run by the company for the benefit of members and occurring after the year end. The amounts disclosed under this heading include venue and other event specific costs as well as event specific payroll, to the extent that it is quantifiable with the event. The balance sheet carrying value is stated at the lower of cost and net realisable value and the latter is calculated as the profit or loss sustained on a particular event.

Deferred taxation

Full provision is made for deferred taxation resulting from timing differences between the recognition of gains and losses in the accounts and their recognition for tax purposes. Deferred taxation is calculated on an un-discounted basis at the tax rates which are expected to apply in the periods when the timing differences will reverse.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

ukactive
Notes to the Accounts
for the year ended 31 March 2015

1 Accounting policies - continued

Leasing and hire purchase commitments

Rentals paid under operating leases are charged to income on a straight line basis over the lease term.

Pensions

The company operates a defined contribution pension scheme. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

2 Operating profit	2015	2014
	£	£

This is stated after charging:

Depreciation of owned fixed assets	49,178	63,491
Auditors' remuneration	9,500	8,400
	<hr/>	<hr/>

3 Get Healthy, Get Into Sport Award	2015	2014
	£	£

During the year to 31 March 2014, ukactive received a grant from Sport England for the project 'Get Healthy, Get Into Sport.' The funding received, as per the award agreement, in the year to 31 March 2015 was £181,973 and in line with the accounting policy, this is allocated in the period associated costs arise.

181,973	199,869
<hr/>	<hr/>
181,973	199,869

4 Taxation	2015	2014
	£	£

UK corporation tax	1,146	1,089
	<hr/>	<hr/>

ukactive
Notes to the Accounts
for the year ended 31 March 2015

5 Tangible fixed assets

	Office equipment inc. website development costs £	Furniture, fixtures and fittings £	Total £
Cost			
At 1 April 2014	182,853	122,147	305,000
Additions	32,979	88,229	121,208
Disposals	(65,098)	(93,076)	(158,174)
At 31 March 2015	<u>150,734</u>	<u>117,300</u>	<u>268,034</u>
Depreciation			
At 1 April 2014	104,247	100,564	204,811
Charge for the year	25,550	23,628	49,178
On disposals	(65,098)	(93,076)	(158,174)
At 31 March 2015	<u>64,699</u>	<u>31,116</u>	<u>95,815</u>
Net book value			
At 31 March 2015	<u>86,035</u>	<u>86,184</u>	<u>172,219</u>
At 31 March 2014	<u>78,606</u>	<u>21,583</u>	<u>100,189</u>

6 Debtors

	2015 £	2014 £
Trade debtors	794,353	867,475
Other debtors	621,420	225,373
	<u>1,415,773</u>	<u>1,092,848</u>

7 Creditors: amounts falling due within one year

	2015 £	2014 £
Trade creditors	242,399	116,668
Corporation tax	1,489	2,961
Other taxes and social security costs	288,930	192,499
Prepaid memberships	416,258	416,599
Other creditors	1,975,497	1,510,437
	<u>2,924,573</u>	<u>2,239,164</u>

8 Profit and loss account

	2015 £
At 1 April 2014	567,965
Profit for the year	277,132
At 31 March 2015	<u>845,097</u>

ukactive
Notes to the Accounts
for the year ended 31 March 2015

9 Other financial commitments

2015	2014
£	£

At the year end the company had annual commitments under non-cancellable operating leases as set out below:

Operating leases which expire:

within one year

within two to five years

-	38,525
180,811	9,313
<u>180,811</u>	<u>47,838</u>

10 Related party transactions

2015	2014
£	£

spogo Limited - a Company Limited by Guarantee

The company has day to day control over the activities of the charity by virtue of common management. spogo Limited ceased to trade on 23 March 2015.

During the period, ukactive donated £516 (2014: £684) to spogo Limited in respect of general administrative expenses to assist with the set-up and formation of the company. The company were due a balance from ukactive of £nil (2014: £477) at 31 March 2015.

	2015	2014
	£	£
Amount due from the related party	<u>-</u>	<u>123</u>

Shift into Sports Limited - a company limited by guarantee

The company acts as guarantor in the amount of £1 and has day to day control over the activities of the company by virtue of their involvement with The Health & Fitness Foundation.

During the year ukactive paid £nil (2014: £600) to J Magorian in respect of a refund for services not provided. At the year end the balance outstanding was £nil (2014: £nil).

Directors

All directors are also members. However, there are no special rates given to directors that are not available to other members.

11 Ultimate controlling party

The company is limited by guarantee, no controlling party exists. All surplus funds are held for the benefit of members and would be distributed as such upon dissolution of the company.

ukactive
Detailed profit and loss account
for the year ended 31 March 2015

	2015	2014
	£	£
Sales	9,074,477	6,123,605
Cost of sales	(6,551,418)	(4,076,556)
Gross profit	<u>2,523,059</u>	<u>2,047,049</u>
Administrative expenses	(2,252,296)	(1,784,801)
Operating profit	<u>270,763</u>	<u>262,248</u>
Interest receivable	7,515	6,266
Profit before tax	<u>278,278</u>	<u>268,514</u>

ukactive
Detailed profit and loss account
for the year ended 31 March 2015

	2015 £	2014 £
Sales		
Membership subscriptions	1,042,709	991,359
Licence Income	4,527,608	2,551,465
Licence commission Income	933,693	539,446
Promotions and other income	2,570,467	2,041,335
	<u>9,074,477</u>	<u>6,123,605</u>
Cost of sales		
Purchases	530,827	28,019
Promotional costs	304,601	390,568
Venue and seminar costs	333,810	249,846
IT project development	436,308	651,809
Licence costs	4,903,181	2,749,664
Direct labour	42,691	6,650
	<u>6,551,418</u>	<u>4,076,556</u>
Administrative expenses		
Employee costs:		
Wages and salaries	1,472,351	1,176,800
Employer's NI	155,351	121,559
Temporary staff and recruitment	25,788	26,138
Staff training and welfare	20,093	22,628
Motor, travel and subsistence	49,107	56,846
Entertaining	453	129
	<u>1,723,143</u>	<u>1,404,100</u>
Premises costs:		
Rent, rates and services	184,303	109,561
Office cleaning and service charges	43,616	34,422
	<u>227,919</u>	<u>143,983</u>
General administrative expenses:		
Telephone and fax	19,620	16,499
Postage, stationery and printing	65,412	38,570
Computer running costs	89,816	60,848
Subscriptions	11,223	11,486
Bank charges	10,646	7,640
Repairs and maintenance	35,656	11,712
Depreciation	49,178	63,491
Bad debts	(3,214)	3,864
Exchange differences	21	35
Sundry expenses	355	454
	<u>278,713</u>	<u>214,599</u>
Legal and professional costs:		
Audit fees	11,826	12,980
Insurance and commission	10,141	6,637
Other legal and professional	554	2,502
	<u>22,521</u>	<u>22,119</u>
	<u>2,252,296</u>	<u>1,784,801</u>