Company Registration No. 2110321 (England and Wales)

TOPS'L SAILCRUISE LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2005

A26 *A163IEUB* 724
COMPANIES HOUSE 25/04/2006

TOPS'L SAILCRUISE LIMITED

CONTENTS

	Page
Directors' report	1 - 2
Auditors' report	3
Profit and loss account	4
Balance sheet	5
Notes to the financial statements	6 - 9

TOPS'L SAILCRUISE LIMITED

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2005

The directors present their report and financial statements for the year ended 31 December 2005.

Principal activities and review of the business
The principal activity of the company continued to be that of providing sailing boats to its members.

The company is a non profit making organisation.

Results and dividends
The results for the year are set out on page 4.

During the year 21,700 shares were isssued at 175 pence per share, and 2,100 shares were issued at 189 pence per share. 500 shares were redeemed at 175 pence per share, and 10,850 shares were redeemed at 189 pence per share.

Directors
The following directors have held office since 1 January 2005:

HA Brunt	(Resigned 13 April 2005)
RF Parker	
BJ Mills	(Appointed 21 April 2005)
C S Williams	
R C S Tomison	
DJ White	
A G Smith	(Resigned 13 April 2005)
RG Baylis	

Directors' interests
The directors' interests in the shares of the company were as stated below:

	Voting A shares of £ 1 each	
	31 December 2005	1 January 2005
RF Parker	1,275	1,275
BJ Mills	-	-
C S Williams	1,275	-
R C S Tomison	1,275	1,275
DJ White	1,275	1,275
RG Baylis	1,275	1,275

	Voting B shares of £ 1 each	
	31 December 2005	1 January 2005
RF Parker	6,243	6,243
BJ Mills	2,500	500
C S Williams	4,789	4,189
R C S Tomison	1,100	500
DJ White	2,000	1,500
RG Baylis	3,972	3,972

Auditors
In accordance with section 385 of the Companies Act 1985, a resolution proposing that Quest Duthoit Limited be reappointed as auditors of the company will be put to the Annual General Meeting.

TOPS'L SAILCRUISE LIMITED

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2005

Directors' responsibilities

Company law requires the directors 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 directors are 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 directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 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.

On behalf of the board

.....

RG Baylis

Director

3/3/06

TOPS'L SAILCRUISE LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TOPS'L SAILCRUISE LIMITED

We have audited the financial statements of TOPS'L SAILCRUISE LIMITED on pages 4 to 9 for the year ended 31 December 2005. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 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 the directors and auditors

As described in the statement of directors' responsibilities on page 2 the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

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 or 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.

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 31 December 2005 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Quest Duthoit Limited

Chartered Accountants
Registered Auditor

21/4/06

19 Farncombe Road
Worthing
West Sussex
BN11 2AY

TOPS'L SAILCRUISE LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2005

	Notes	2005 £	2004 £
Turnover	2	65,312	68,802
Cost of sales		(41,788)	(29,042)
Gross profit		23,524	39,760
Administrative expenses		(22,532)	(24,145)
Operating profit	3	992	15,615
Other interest receivable and similar income	4	3,526	3,630
Profit on ordinary activities before taxation		4,518	19,245
Tax on profit on ordinary activities	5	-	-
Profit on ordinary activities after taxation	10	4,518	19,245

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

TOPS'L SAILCRUISE LIMITED

BALANCE SHEET
AS AT 31 DECEMBER 2005

	Notes	2005 £	2005 £	2004 £	2004 £
Fixed assets					
Tangible assets	6		248,849		165,366
Current assets					
Cash at bank and in hand		62,767		124,974	
Creditors: amounts falling due within one year	7	(781)		(4,585)	
Net current assets			61,986		120,389
Total assets less current liabilities			310,835		285,755
Capital and reserves					
Called up share capital	8		163,854		151,404
Share premium account	9		75,191		57,047
Profit and loss account	9		71,790		117,520
Shareholders' funds - equity interests	10		310,835		285,755

The financial statements were approved by the Board on 3 March 2006

Director

Director

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2005

1 Accounting policies

1.1 Accounting convention
The financial statements are prepared under the historical cost convention.

1.2 Turnover
Turnover represents amounts receivable for goods and services. The company is not registered for VAT.

1.3 Tangible fixed assets and depreciation
Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Plant and equipment	25% per annum on reducing balance
Yachts and boats	in accordance with directors valuation.

1.4 Deferred taxation
The accounting policy in respect of deferred tax is in accordance with the requirements of FRS19.

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

Turnover consists of:

Sailing charges	48,413
Less: Free vouchers issued	(10,368)
Net sailing charges	38,045
Membership fees	27,267
	65,312

The free vouchers are issued for maintenance or administration work undertaken, or to the major shareholders for their investment in the company.

3 Operating profit

	2005	2004
	£	£
Operating profit is stated after charging:		
Depreciation of tangible assets	17,641	20,339
Auditors' remuneration	1,880	1,880

4 Investment income

	2005	2004
	£	£
Bank interest	3,526	3,630

5 Taxation

The company is a non profit making organisation. There is no tax charge for the year.

6 Tangible fixed assets

	Plant and equipment	Yachts and boats	Total
	£	£	£
Cost			
At 1 January 2005	11,800	279,196	290,996
Additions	-	101,124	101,124
At 31 December 2005	11,800	380,320	392,120
Depreciation			
At 1 January 2005	10,934	114,696	125,630
Charge for the year	217	17,424	17,641
At 31 December 2005	11,151	132,120	143,271
Net book value			
At 31 December 2005	649	248,200	248,849
At 31 December 2004	866	164,500	165,366

7 Creditors: amounts falling due within one year

	2005	2004
	£	£
Directors' current accounts	-	2,901
Other creditors	76	-
Accruals and deferred income	705	1,684
	781	4,585

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2005

8 Share capital	2005 £	2004 £
Authorised		
50,000 Voting A shares of £1 each	50,000	50,000
500,000 Voting B shares of £1 each	500,000	500,000
	550,000	550,000
Allotted, called up and fully paid		
10,200 Voting A shares of £1 each	10,200	10,200
153,654 Voting B shares of £1 each	153,654	141,204
	163,854	151,404

During the year 21,700 shares were issued at 175 pence per share, and 2,100 shares were issued at 189 pence per share. 500 shares were redeemed at 175 pence per share, and 10,850 shares were redeemed at 189 pence per share.

9 Statement of movements on reserves	Share premium account £	Profit and loss account £
Balance at 1 January 2005	57,047	77,304
Retained profit for the year	-	4,518
Premium on shares redeemed during the year	-	(10,032)
Premium on shares issued during the year	18,144	-
Balance at 31 December 2005	75,191	71,790

10 Reconciliation of movements in shareholders' funds	2005 £	2004 £
Profit for the financial year	4,518	19,245
Prior year adjustment	-	(40,216)
New share capital subscribed	41,944	5,425
Share capital redeemed	(21,382)	(17,896)
Net addition to/(depletion in) shareholders' funds	25,080	(33,442)
Opening shareholders' funds	285,755	319,197
Closing shareholders' funds	310,835	285,755

11 Directors remuneration

No directors' remuneration was paid during the year.

12 Share redemption

The shares may be redeemed in the following years:

2006	41,300
2007	49,838
2008	15,067
2009	2,500
2010	4,500
2011	5,500
2012	1,200
2013	6,849
2014	3,100
2015	23,800
	153,654