

REPORT OF THE TRUSTEES AND  
FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MARCH 2025  
FOR  
WAVE ACTIVE LIMITED  
T/A WAVE ACTIVE

McCabe Ford Williams  
Statutory Auditors and Chartered Accountants  
Building 1063  
Cornforth Drive  
Kent Science Park  
Sittingbourne  
Kent  
ME9 8PX

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**REPORT OF THE TRUSTEES**  
**FOR THE YEAR ENDED 31 MARCH 2025**

The trustees who are also directors of the charity for the purposes of the Companies Act 2006, present their report with the financial statements of the charity for the year ended 31 March 2025. The trustees have adopted the provisions of Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019).

**OBJECTIVES AND ACTIVITIES**

**Objects of the Charity**

The Objects of the Charity per the Memorandum of Association are:

- To provide or assist in the provision of facilities and services for recreation, sport, culture or other leisure time occupations and the interest of social welfare, such facilities being provided to the public at large save that special facilities maybe be provided for persons who, by virtue of their youth, age, infirmity, disability, poverty or social or economic circumstances may have need for special facilities or services.
- To promote community participation in healthy recreation.
- To advance the education of the general public on the benefits of active lifestyles, and in particular the value of physical activity for young people.
- Any other charitable activity beneficial to the local community consistent with the above objectives.

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**OBJECTIVES AND ACTIVITIES**

**Public benefit**

The Trustees confirm that they have complied with the duties in Section 4 of the Charities Act 2011 to have due regard to the Charity Commission's general guidance on public benefit.

The Charity has referred to the guidance in the Charity Commission general guidance on public benefit when reviewing aims and objectives and in planning future activities. In particular, the Trustees consider how planned activities will contribute to the aims and objectives that they have set.

The Charity provides leisure and health related services to the residents primarily but not restricted to the Lewes District and Eastbourne Borough areas of East Sussex.

The Charity provides leisure and health related services at the following facilities:

- Downs Leisure Centre, Seaford.
- Lewes Leisure Centre, Lewes.
- Peacehaven Leisure Centre, Peacehaven.
- Seahaven Swim and Fitness Centre, Newhaven.
- Seaford Head Swimming Pool.
- Ringmer Swimming Pool (re-opened May 2025 after closing due to Covid and extensive maintenance issues).
- Shakespeare Hall, Newhaven (transferred back to Lewes District Council June 2025).
- Newhaven Fort, Newhaven.
- Hampden Park Sports Centre, Eastbourne.
- Eastbourne Sports Park.
- Shinewater Sports Centre, Eastbourne.
- Motcombe Swimming Pool, Eastbourne (closed since April 2020 due to extensive maintenance issues).
- Regency Park Community Centre, Eastbourne.
- Sovereign Harbour Community Centre, Eastbourne (transferred to community group 1st October 2024).
- Skyhigh Trampoline Park.
- Saltdean Lido (commenced 1st May 2023)
- Hillbrow Health and Wellbeing, Eastbourne (freehold purchase in partnership with South Downs Health & Care GP Federation. Commenced operation 1st August 2024).

Facilities provided include; gym and fitness suites, swimming pools, sports halls, squash courts, soft play and meeting rooms at various locations. A varied programme of holiday scheme activities and special events are also provided. The Charity contributes to the health and wellbeing of the population in general but also, in particular via its sub brand Wave Active Health offering behavioural change courses and activities for those with health conditions, injury or illness.

The Charity offers a wide range of membership options and also allows customers to use the facilities on a pay and play basis. There are special discounted memberships available specifically for juniors, students, seniors, couples and those with health conditions.

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**STRATEGIC REPORT**

**Achievements and performance**

**Charitable activities**

The Charity completed its 19th year of trading after its transition from a Local Authority controlled service to a Charitable Company in 2006.

**Creating a new Wave of Active Health**

Whilst the Charity's "Creating a new Wave of Active Health" Strategy continues to develop, significant progress has been achieved with actions directly aligned to the Charity's purpose and vision now split across two distinct brands: "Wave Active" and "Wave Active Health" each with their own supporting aim, to provide greater focus, traction and impact.

The following table summarises the shared elements of both brands and those individual elements:

	<b>Wave Active</b>	<b>Wave Active Health</b>
<b>Common Belief</b>	We believe in the power of physical activity to improve people's physical, mental and emotional health	
<b>Purpose</b>	"Inspiring Active Lifestyles"	
<b>Vision</b>	"To be at the heart of the improvement of health and wellbeing in our community."	
<b>Aim</b>	"Inspiring and sustaining an active life."	"Empowering independent health and well-being."
<b>Key Activities</b>	Developing and operating high-quality, sustainable facilities, activities and programmes for the general public	Designing and delivering behavioural change and activity programmes and pathways that help those suffering from a health condition, injury, illness and inactivity back to positive physical and mental health.

**Staffing**

As highlighted in the prior year's report, the organisational restructure implemented in August and October of 2020 cut across every department, supporting the key objective to reduce the financial burden and protect cash whilst maximising revenue opportunities. However, as the Charity has continued to grow and evolve, and demand for more Wave Active Health activities has increased, it became clear that a number of key changes were required to ensure the ongoing effective management of the Charity. In addition, with the retirement of Neil Harrison (30th June 2025) several key functions needed to be redistributed. This re-shaping went live on 1st June 2025.

Principal management role changes included:

Name Previous Role New Appointment:

<b>Name</b>	<b>Previous Role</b>	<b>New Appointment</b>
Fred Furner	Head of Property, Quality and Compliance	Head of Service, Property and Compliance.
Victoria Smith	Sales and Campaign Co-ordinator.	Sales and Marketing Manager.
Liz Allsobrook	Head of Community and Stakeholder Engagement.	Project Manager.
Hannah Maybury	Health Improvement Practitioner.	Wave Active Health Co-ordinator.
Andrea Maynard	Wave Active Health Co-ordinator.	Health Coach.

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In addition, three new roles were created:

<b>Name</b>	<b>Previous Role</b>	<b>New Appointment</b>
Emily Hart	Duty Manager	Health and Safety Co-ordinator
Juliette Harrison		Marketing Executive
Hannah McInnes		Wave Active Health Marketing Executive.

In line with the implementation of role changes, the management team structure was also reviewed and amended. The Business Development Team was disbanded, replaced by a Senior Leadership Team and additional departmental leaders were onboarded to the monthly Charity Performance Team Meeting.

As highlighted, after 29 years of service, Neil Harrison retired from the Charity on 30th June 2025. In the time that Neil worked for the Charity he covered a number of key roles including Head of Operations and more latterly, Head of Commercial Development. In those roles Neil was involved with a number of key projects but his last, project managing the £7.5 million Newhaven Towns Fund Project at Newhaven Fort was by far the most significant.

The Fort was closed for 12 months whilst works were carried out and when it re-opened the impact was palpable. The project had been completed on budget and on time, but, beyond that, the quality of the refurbishment was transformational, notably the reworked exhibitions within the Fort's casemates.

The Fort now boasts an enhanced visitor experience, featuring a brand-new adventure playground, interactive exhibitions and an exciting 1970s-themed escape room, which opened in April. Also, visitors can now explore previously hidden parts of the Fort including the Battery Observation Post, which offers some of the best views of the Sussex coastline.

Since it opened in February 2025, BBC Radio Sussex has broadcast from the Fort, Carol Kirkwood from BBC Breakfast broadcast the weather from the Fort and in April, the Charity received a Royal Visit from the Duke of Gloucester who was impressed with what has been achieved.

Neil was a proud and loyal enthusiast of the Charity, and all colleagues and Trustees thank him for his service and wish him a long and healthy retirement.

**Finance**

For the 12 months to March 2025 profit of £1,089,261 was generated compared a budgeted loss £(92,713) giving rise to a positive variance of £1,181,974, predominantly reflecting restrictive capital fund movements in the year not included in the budget.

The net profit arises from income of £8,066,607 less expenditure of £6,941,000 and finance costs of £36,346.

Total income exceeds budget by £1,878,927 and prior year by £1,503,930, including a one off donation of £143,011. £73,698 Swimming Pool Support Fund grant, LDC Capital grant of £943,000 and £421,803 relating to Newhaven Fort along with strong bookings income contribute to the positive income variance and increase on prior year.

Total expenditure exceeded budget by £696,953 and prior year by £748,684. The negative variance mainly relates to depreciation of capital items purchased by restricted funds and expenditure relating to Newhaven Fort.

In summary, the Charity continued to provide a strong result adding to reserves and holding cash balances.

**Funding and Investment**

Through utilisation of the Charity's funds, successful grant and loan applications, or in partnership with key stakeholders, e.g. Lewes District Council and Eastbourne Borough Council, a number of large project have been successfully delivered through 2024/25 including:

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<b>Site</b>	<b>Project</b>	<b>Purpose</b>	<b>2025 Update</b>
Peacehaven Leisure Centre	Create extension to current gym.	Revenue generation Customer satisfaction	Complete
Seahaven Leisure Centre	Newhaven Health Hub; This regeneration proposal has three elements to it; firstly, to rehome Quayside Medical Practice and Chapel Street Surgery in Newhaven Town Centre adjacent to the current leisure centre, secondly to physically link and extend the leisure centre and create a new gym, studios, cafe and reception area next to a new, shared entrance foyer and finally, refurbish the current swimming pool building.	Revenue generation Customer satisfaction	In progress, due for completion October 2026.
Newhaven Fort	Improve visitor experience through a series of projects linked to:- Health, Safety and Environment- Visitor Attractions- Restoration	Increase visitor numbers Revenue generation improve Visitor experience	Complete
Downs Leisure Centre	Health Hub	To support the new strategy, empowering independent health and wellbeing for those with health conditions.	LDC Cabinet decision not to proceed.

On the back of being awarded a circa £1,000,000 grant from LDC a number of additional projects have also been completed including:

<b>Site/s</b>	<b>Project/s</b>	<b>Purpose</b>	<b>2025 Update</b>
Lewes Leisure Centre	Pool Covers	Reduce energy costs	Complete
Seahaven Leisure Centre			
Lewes Leisure Centre	Green Technology	Reduce energy costs	Complete
Downs Leisure Centre			
Seahaven Leisure Centre			
Lewes Leisure Centre	Reception refurbishment	Revenue protection	Complete
Downs Leisure Centre			
Lewes Leisure Centre	Wet Change refurbishment	Revenue protection	Complete
Lewes Leisure Centre	Turnstiles	Revenue protection	Complete
Downs Leisure Centre	3G Flood Lights	Reduce energy costs	Complete
Lewes Leisure Centre	Replace corridor flooring	Revenue protection	Complete
Lewes Leisure Centre	Replace lighting in foyer	Reduce energy costs	Complete

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Downs Leisure Centre	Refurbish Studio 3	Grow and protect revenue	Complete
Lewes Leisure Centre	E15 Pool Circulation	Reduce energy costs	Complete
Seahaven Leisure Centre	pumps		

**Hillbrow Health and Wellbeing**

In addition, following the University of Brighton's decision to exit Eastbourne and procure a new freehold owner of their sports centre in Meads, the Charity entered into a new partnership with South Downs Health and Care GP Federation to bid for the site. Following a formal procurement process, on 26th March 2024 the new partnership was selected as preferred bidder and on 1st August 2024 "Hillbrow Health and Wellbeing" opened to the public.

Over the past twelve months, the Charity has been investing in Hillbrow Health and Wellbeing which has a focus on person-centred care, and positive outcomes for physical, mental and emotional wellbeing, achieved through effective treatment, including encouraging participation in relevant and appropriate physical activity. The goal is to change the way clinical and leisure health professionals work together on a daily basis to improve the health of the local community.

As trading levels grow, investment in Hillbrow has enabled:

- Strategy development.
- Employment opportunities.
- Marketing activities.
- Purchase of equipment.
- Programmes of Activity.
- The creation of a Reformer Pilates Studio ("Reformer Movement")

In addition, on the back of South Downs Health and Care GP Federation's (SDHC) decision to relocate and become a tenant of Hillbrow, investment has enabled the creation of 13 consultation rooms for the provision of a number of services including:

- Urgent GP Care.
- Extended Hours Provision.
- Vaccinations.

The decision for SDHC to relocate has enabled the vision for Hillbrow to be realised earlier than anticipated and over the coming months the focus will be on driving footfall and participation levels whilst providing excellent customer care.

**Wave Active Health**

The Charity has been at the heart of community health since 2006 and has well-established and respected partnerships with several Public Health Partners including East Sussex Public Health, Integrated Care Board, Primary Care Networks, and the NHS in relation to the delivery of commissioned services supporting those in greatest need with physical and mental health conditions.

During 2023, the decision was made to create a new sub brand of Wave Active called Wave Active Health, with the aim of "Empowering independent health and well-being" by designing and delivering behavioural change and activity programmes and pathways that help those suffering from a health condition, injury, illness and inactivity back to positive physical and mental health.

The Government's new 10-year plan for the NHS offers insight as to what the new landscape will look like, and it offers the Charity the opportunity to build on work done to date and the relationships already established across Public Health to support positive health impact.

Examples of current weekly classes include:

- Chair Based Exercise (to improve strength and mobility)
- Chair Based Yoga (beginner level)
- Circuits (to improve strength, balance, cardio and reach)



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- Guided Gym (to improve strength, balance, cardio and reach)
- Low Level Functional Fit (to improve strength and fitness)
- Move and Mobilise (to improve strength and balance)
- Move More (progression from Move and Mobilise)
- Move More Yoga (progression from chair based yoga)
- Remedial Yoga (for management and maintenance for aging and injury recovery)
- Referral Pilates (beginner level)
- Pregnancy Yoga (for calmness and anxiety during pregnancy)
- Yoga, Mindfulness and Meditation (holistic approach to improving mental health)
- Cardiac Rehabilitation Exercise Classes (for members with cardiac related health conditions)

Whilst there has been growth in participation, the Charity wants to achieve more and, as such, has set some ambitious developmental targets including:

- To continue to provide an increase in activities in the Eastbourne Borough area to provide equity with service provision in the Lewes District.
- To provide services across the weekend and weekday evenings to help increase the number of members who work across Monday to Friday in the daytime, when the current majority of services are provided.
- Increase marketing to new referring partner organisations across primary and secondary care services. Improve communications with potential members via the Referral Clinic activity i.e. first point of contact and follow up. Increase volume of free courses for potential members.
- To increase referrals from across primary and secondary care partner organisations by engaging with new referrers. To focus on significantly increasing marketing and activities in the Eastbourne Borough to increase referrals and memberships in that area.
- To continue to increase the volume of classes, courses and referral clinics where workforce and site capacity is available. To increase attendance rates to 90% or higher of maximum capacity.

**Plan for Future Periods**

The Charity has been successfully delivering on its Inspiring Active Lifestyles purpose and, over the past 12 months has continued to make positive progress against its vision; "to be at the heart of the improvement of health and wellbeing in the community".

Moving forward, the Charity will continue to be committed to the "Creating a new Wave of Active Health" Strategy which has two key activities:

1. Wave Active; developing and operating high-quality, sustainable facilities, activities and programmes for the general public.
2. Wave Active Health; designing and delivering behavioural change and activity programmes and pathways that help those suffering from health conditions, injury, illness and inactivity back to positive physical and mental health.

As the Charity enters its 20th year of operation, these two activities will continue to be the focal point, ensuring the Charity remains financial sustainable whilst ensuring impact on the health of the local community.

Whilst performance continues to be positive, the Charity continues to face ongoing financial pressures and it is unlikely that this will change in the coming months, potentially years.

2024/25 has been a year of investment in terms of facility developments, new ventures and employment opportunities, and this will continue into the 2026/27 financial year.

Increasing financial pressures means that growing participation and revenue coupled with good cost control must remain key focus areas year on year.

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Whilst the Charity enters the final year of CBILS repayments on the back of the Covid Pandemic, once repaid in full, the intention is to invest in new gym equipment across the sites. This will support the continuing drive to increase participation levels, membership sales and improve retention levels.

The focus on increasing participation linked to Wave Active Health will continue. Growing and diversifying the offer across a number of sites will play a key role in attracting new participants, and as the Charity grows, investment in more Health Practitioners and other Health Professionals will follow.

Over the years, continuing to evolve has not only brought financial stability but also a growing confidence in the Charity's ability to deliver in isolation and/or with external partners. As such, the Charity will seek to expand the offer in new locations and explore opportunities where relevant.

**Fundraising activities**

The Trustees are responsible for ensuring that the charity operates within a responsible, sustainable financial framework and that it has adequate resources to carry out its role in educating residents in the local community. While the Trustees may delegate many of the operations of fundraising to other parts of the organisation, they retain the responsibility for inspiring other fundraisers, demonstrating the perceived importance of fundraising to the organisation, and demonstrating their leadership in this area.

In carrying out fundraising, the charity adheres to the following standards:

- The Trustees will have regard to the Charity Commission's publication 'Charity Fundraising' (CC20).
- Fundraising activities carried out by the charity will comply with all relevant laws.
- Any communications to the public made in the course of carrying out a fundraising activity shall be truthful and non-deceptive.
- All monies raised via fundraising activities will be for the stated purpose of the appeal and will comply with the charity's stated mission and purpose.
- The charity will comply with GDPR Legislation in relation to all personal data collected.
- Nobody directly or indirectly employed by or volunteering for the charity shall accept commissions, bonuses or payments for fundraising activities.
- No general solicitations shall be undertaken by telephone or door-to-door.
- Fundraising activities should not be undertaken if they may be detrimental to the good name or community standing of the charity.
- All Trustees, casual, permanent and contract staff and volunteers are responsible for adhering to these procedures.
- Fundraising activities should not be undertaken if they will expose the charity to significant financial risk.
- Complaints will be dealt with in accordance with the Charity Commissions guide CC20.

**REPORT OF THE TRUSTEES**  
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**STRATEGIC REPORT**

**Financial review**

**Financial Position**

The results for this nineteenth year continue to demonstrate the value of working to an approved budget that reflects the Company's strategic plan along with continual business development reviews to ensure long term income resilience.

Incoming resources of £8,066,607 (2024: £6,562,677) which exceeded expended resources by £1,089,261 (2024: £304,015) before pension adjustments, includes £1,016,698 of restricted funds (2024: £57,666). A total of £506,519 (2024: £145,587) restricted funds were matched with expenditure in 2024/25.

The principal incoming resources arising from operations totalling £7,812,922 (2024: £6,487,604) were from grant from Eastbourne Borough Council, joint user arrangements, membership fees, swimming and other health and fitness activities.

Expended resources of £6,899,346 (2024: £6,228,662) includes £506,519 (2024: £145,587) in relation to the restricted incoming resources brought forward from 2024 and arising in the year, this restricted operational expenditure being depreciation and impairment, where applicable.

Restricted funds carried forward at 31 March 2025 were £971,233 (2024: £534,752) relating to fixed assets which are being depreciated over their useful lives.

**Investment powers**

Under the Memorandum and Articles of Association, the Charity has the power to invest any monies not immediately required for its objects in or upon such investments, securities or property as may be thought fit.

The Charity having regards to the liquidity requirements of operating the centres and to the reserves policy has operated a policy of keeping available funds in interest bearing Public Sector Reserve Accounts. During 2023/24, the Charity sought to maximise the interest earning potential by investing £1,001,000 (2024: £1,001,000) of available funds with the Nationwide Building Society in a 124 day Saver - Issue 4 account, £785,331 (2024: £503,214) with Virgin Money on a 120 day call account and £310,522 (2024: £503,563) held in Cooperative Bank Instant Access Deposit account. Subsequent to the year end £200,000 was moved from the Cooperative deposit account to the Cooperative current account to fund drawdowns of the loan to Hillbrow Health and Wellbeing Limited.

**Borrowing powers**

Under the Memorandum and Articles of Association, the Charity has the power to borrow and raise money for the objects of the Company on such terms and conditions and on such security as may be thought fit. During the year to 31 March 2021 Charity secured a loan of £500,000 from Lewes District Council to provide working capital during closure as a result of the COVID-19 pandemic, and a CBILS loan of £650,000. The £500,000 loan is due for repayment in full after 10 years and the CBILs is due to be repaid in full in 48 months from August 2022. In the year to 31 March 2025 the Charity repaid £186,781 of the CBILs loan of which £22,596 was interest payable and £164,183 repayment of principal, along with £13,750 interest only to Lewes District Council.

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**STRATEGIC REPORT**

**Financial review**

**Reserves policy**

The Charity, prior to the COVID-19 pandemic, had accumulated a favourable cash flow position. It also receives some income such as service fees and grants in advance of its expenditure. The Trustees, however, recognise the need for a buffer of financial reserves that will protect the Charitable Company from the possibility of any adverse unforeseen circumstances. These include a number of specific risks that have been identified in the Charitable Company's Risk Register. The key financial risk is access to cash, which is determined by the level, timing and certainty of the Charity's income and the phasing and control of expenditure. The Charity's budget process identifies peaks and troughs in cash flow and it is deemed essential that sufficient funds are available at all points in the cycle.

Trustees have examined the requirement for any useable reserves, i.e. those unrestricted funds not invested in tangible fixed assets, designated for specific purposes or otherwise committed. In defining the reserves policy Trustees have been mindful of the requirements within the following areas:-

- Insurance
- IT strategy
- Pension Liability
- Business Development and Investment Fund.

The Trustees have assessed that the target free reserves of the Charity should be £1.5million, which is based on three months expenditure cover. The current level of free reserves is £2,134,020 (2024: £1,481,240). Budgets will be set in future years with the Reserves Policy in mind.

The Trustees have reviewed the allocation of funds to the defined Unrestricted funds and mindful of the impact on cash reserves for the repayment of the CBIL's loan by August 2026 have deemed that there should be £80,263 designated reserves.

**Pension Reserve**

Within Unrestricted Reserves the Charity has a pension scheme asset of £3,959,000 (2024: £3,191,000) as of 31 March 2025; however an asset ceiling has been applied to the same value and therefore there is a £NIL asset within the financial statements. In the long term, the cash flow impact of having a pension scheme asset is that employer contributions may reduce to reduce the asset. The Charity will always pay the employer contribution rates set by the pension scheme actuaries which as of 31 March 2024 for 3 years will be 7.1% per an independent scheme valuation.

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**STRATEGIC REPORT**

**Financial review**

**Going concern**

In the wake of the COVID-19 pandemic and the ongoing Russian invasion of Ukraine companies worldwide are experiencing adverse effects on the supply chain, availability of employee resources and rising inflation which put pressure of the cost of supplies to businesses and the economic health of the consumer. In the year to 31 March 2024 and into the year to 31 March 2025 the adverse global effects continued to result in a testing time for the leisure sector as a whole in the UK.

Inflation though reducing continues to put pressure on the cost of supplies and services to the business and the economic health of the consumer, and on the charity's financial performance, with the most affected areas being:

- Profitability
- Pricing structures
- Going concern consideration
- Risk and cashflow forecasting

Wave Active Limited have reacted to the inflationary pressures by maintaining price increases below inflationary impacts on the business to ease the pressure on members and casual users of the leisure facilities, and by applying increases to employee rates at the prevailing level of inflation as measured by the increase in the minimum wage. The Trust also considers long term viability of the business when reacting to inflationary pressures.

To counter the inflationary pressures Wave Active Limited will apply the cash reserves as held at 31 March 2025 which ensures that it can meet its debts as they fall due, including repayment of COVID-19 related loans which will provide sustainability in the medium term. Long term sustainability will be gained through the capital purchase plans which provides for ongoing investment in the Charity's facilities.

Growth of the business supports long term sustainability with post balance sheet events that give rise to positive impact on reserves and by mitigating any risk attached to new business opportunities. Management continues to explore new business opportunities with a focus on de-risking the business model.

The business model is under constant review to ensure that it reflects the latest forecast for inflation along with detailed review of energy pricing from flexible forward purchase contracts for gas and electricity.

Although uncertainty surrounding inflation and energy pricing past 31 March 2025 remains, the Charity has produced forecasts that indicate the Charitable Company will remain able to meet its financial obligations as they fall due for the foreseeable future. Therefore, the Board is confident that no material uncertainty exists that would put doubt on the Charity's ability to continue as a going concern and has therefore produced the financial statements on a going concern basis.

## **WAVE ACTIVE LIMITED**

### **REPORT OF THE TRUSTEES** **FOR THE YEAR ENDED 31 MARCH 2025**

#### **STRUCTURE, GOVERNANCE AND MANAGEMENT**

##### ***Governing document***

Wave Active Limited is a Charitable Company limited by guarantee. It was incorporated on 14 November 2005, registered as a Charity on 14 March 2006 and commenced trading on 1 April 2006. On 28 November 2023 the Charity passed a special resolution changing its name from Wave Leisure Trust Limited to Wave Active Limited.

In addition, on 3rd April 2023 a Board meeting of WLT Solutions Ltd (dormant trading subsidiary of Wave Active Limited) was held, and a Special Resolution passed to change its name from WLT Solutions Limited to Wave Active Health Limited.

The Charity was established under a Memorandum of Association which established the objects and powers of the Charitable Company and is governed under its Articles of Association.

**REPORT OF THE TRUSTEES**  
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**STRUCTURE, GOVERNANCE AND MANAGEMENT**

**Recruitment and appointment of new trustees**

As set out in the Articles of Association the Board shall consist of at least six and not more than nine Trustees all of which shall be required to become a member of the Charity.

The Board of Trustees shall consist of:

- A maximum of two Local Authority Trustees
- One Employee Trustee (if determined by the Charity)
- One individual appointed to be the Chief Executive Officer Trustee (if determined by the Charity)
- No less than four or more than nine other individuals appointed as Community Trustees.

In exercising their powers to nominate, appoint, reappoint, elect, re-elect, approve and dismiss Trustees, both the members and Trustees shall seek to ensure that the Board is representative of those with an interest in the facilities and services offered by the Charity and also comprises persons with a broad range of skills and who are likely to contribute to the Charity's success.

The Local Authority Trustee/s shall be nominated by Lewes District Council to serve for such period of office as shall be confirmed by Lewes District Council.

On the back of the Employee Trustee and CEO Trustee resigning, The Charity determined that replacements would not be appointed.

At the first Annual General Meeting after the Charity has commenced its activities all of the Trustees shall retire but will be eligible for reappointment without requirement for nomination. At each Annual General Meeting held thereafter, one third of the Community Trustees must retire, those longest in office retiring first and the choice between any equal service being made by drawing lots.

No Trustee shall serve on the Board for more than nine years in total excluding the period between the commencement of activities and the first Annual General Meeting.

All Trustees give their time voluntarily and receive no benefits from the Charity. Any expenses redeemed by the Charity are set out in note 8 to the accounts.

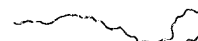
**Trustee Induction and Training**

New Trustees undergo an induction session to brief them of their legal requirements under charity and company law, the content of the Memorandum and Articles of Association, the board meetings and decision-making process, the business plan and recent financial performance of the Charity.

They will also meet key employees and other members of the Board and will be encouraged to attend any appropriate internal or external training where it will facilitate the undertaking of their role.

In 2024/25, internal training for Trustees comprised the following:

- o Expression of Interest pack including application forms, details of the work of the Charity and the role and expectations of Trustees
- o Selection meetings with the CEO and Chair of Trustees
- o Invitation to attend a Board meeting prior to becoming a Trustee
- o Visits to the facilities and meeting key staff
- o Invitation to attend the meetings of Sub Groups
- o On-going training in legislation and responsibilities of Trustees



**REPORT OF THE TRUSTEES**  
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**STRUCTURE, GOVERNANCE AND MANAGEMENT****Organisation**

The Board of Trustees administers the Charity. The Board meets quarterly and there are three Sub Groups covering Finance and Audit, Governance and Health and Safety which meet regularly.

On a biennial basis, Trustees attend a strategic away day to review performance, re assess market conditions and prepare a tactical plan for the future. In keeping with the time frames a Trustee Away Day was held on 03 February 2024.

In addition to training, one new Trustee was inducted to the Board. Figure 2 highlights the core skill sets and experiences of the current Board:

Figure 2

<b>Serving Board Members</b>	<b>Occupation</b>	<b>Core Skills</b>	<b>Gender</b>
Eric Khilstrom (Chair)	Chairman/Trustee	Strategy, Financial Management, National Governing Bodies, Healthcare Services, Social/Care Services	Male
Mark Beaumont(Retired 18/11/24)	Founder/MD/Entrepreneur	Business start-up and new product development	Male
Phil Clarke	Retired Director Tesco Stores Ltd	Private sector - retail and service management	Male
Mike Price(Retired 18/11/24)	Retired Head Teacher Barnardo's	Public and Charity sector - Special Needs Education	Male
Kevin Ellis	Retired Actuary & Private Math's Tutor	Strategy, Financial Management, Accountancy, Treasury Management, Governance, Training & Development	Male
Marcel Miller	Treasurer	Financial Management, Accountancy, Banking, Treasury Management, Insurance, Pensions,	Male
Cllr Laurence O'Connor	Dept for Work & Pensions	Working with Local Authorities	Male
Cat Harwood-Smith	Charity Senior Leader	Strategy, Community Relations, Local Government, Working with Local Authorities, Healthcare Services	Female
Cllr Charlotte Keenan	District Councillor	Financial Management, Local Government & Human Resources	Female

Following his appointment on 5th December 2022, Eric Khilstrom continues as Chairman of the Board. Marcel Miller is the Chairman of the Finance and Audit Sub Group, Cllr Laurence O'Conner is Chairman of the Health and Safety Sub Group and Phil Clarke is Chairman of the Governance Sub Group. Sub Groups work effectively with the management team and the report back to Board on a quarterly basis.



**REPORT OF THE TRUSTEES**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**STRUCTURE, GOVERNANCE AND MANAGEMENT**

**Board and Trustee Evaluation**

During 2024/25, the Governance Sub Group, of three trustees, continued to review matters in line with the annual work plan which includes a comprehensive review of the Governance arrangements of the Charity. As well review of the Risk Register and identifying areas to strengthen current arrangements around policy and procedures.

**Related parties**

On 31st March 2021, a new 10 year extension to the original 2006 contract was agreed with Lewes District Council securing the long term partnership to 2031. The extension is not supported with a service fee.

In addition, on 1st April 2019 Eastbourne Borough Council agreed to support the Charity with an annual grant relating to a long-term project (10 years) to provide improved leisure, sports, and community services and to support healthcare and wellbeing in Eastbourne ("the Project"). The Agreement provides for the transfer of certain assets to the Charity, rights of occupation of relevant facilities and the transfer of employees to the Charity to support the Project.

**REPORT OF THE TRUSTEES**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**STRUCTURE, GOVERNANCE AND MANAGEMENT**

**Pay Policy for Senior Staff**

The Directors comprise the Board of Directors, who are the Charity's Trustees, and the Senior Leadership Team which comprise of the key management personnel of the Charity in charge of directing and controlling, running and operating the Charity on a day-to-day basis. All Trustees give their time freely. Details of Trustee expenses and related party transactions are disclosed in notes 8 and 21 to the accounts. The pay for senior staff is reviewed annually and increased with reference to the Consumer Price Index, financial conditions and reserves.

**Disabled Employees**

The Charity believes that excellent service provision will be achieved through recognising the value of every individual. The Charity aims to create an environment that respects the diversity of staff and customers and enables them to achieve their own personal goals, contribute fully, and derive maximum benefit and enjoyment from their relationship with the Charity.

The Charity recognises and values the diversity of the workforce and communities and wants to ensure that all the attributes, talents, and skills available throughout the community are recognised when employment opportunities arise. The principle is that jobs should be filled by those best able to do them.

The Charity takes every possible step to ensure that staff, and potential staff, are all treated fairly and given equal opportunity and support appropriate to their needs. All employment decisions including those on recruitment, selection, training and career development, are based on job related objective criteria and personal qualities. All applicants will be provided with a full job description of the duties and responsibilities; and a person specification setting out the essential requirements in terms of education, qualification, knowledge, work performance, competencies and personal qualities.

**Employee Involvement**

The Charity ensures that employees are treated equally at work, across all levels and locations. This includes making sure they have the same opportunities for recognition, reward and career development.

Diversity and inclusion are central to the business to ensure continued success. The Charity must create a culture where people can be themselves at work, regardless of their gender or any other attribute or choice.

The Charity is committed to the belief that well-informed and properly consulted employees will work better and feel an integral part of the organisation. The Charity values everybody's contribution to success and believes that effective communication and working together as a team are critical to achieving business success. It is the Charity's aim to encourage effective communication that is open and two-way. In helping to achieve this objective the management team all have a responsibility to encourage upward information from their teams and in turn ensure that their teams are well informed about what is happening within the organisation.

The Charity has agreed jointly with Staff Representations a protocol and structure for informing and consulting with staff.

In accordance with legal requirements and in response to good employment practice the Charity's aim is to ensure employees are:

- Informed about the business's economic situation
- Informed and consulted about employment prospects, and
- Informed and consulted about decisions likely to lead to substantial changes in work organisation or contractual relations, which may include redundancies and transfers

**REPORT OF THE TRUSTEES**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**STRUCTURE, GOVERNANCE AND MANAGEMENT**

Some key principles of effective consultation are followed, including:

- A free exchange of ideas and news affecting the interests of the employees and the organisation.
- Communications are two way.
- Management and Staff Representatives will agree on the issues that will be the subject of consultation.
- Appropriate information to be made available.
- Those participating know their roles.

**Risk management**

The trustees have a duty to identify and review the risks to which the charity is exposed and to ensure appropriate controls are in place to provide reasonable assurance against fraud and error.

The risks and uncertainties faced by the Charity are regularly reviewed by senior management and formally with the Trustees as part of the work assigned to the Finance and Audit Sub Group and Governance Sub Group subsequently reported to the Board.

A Risk Register, used to identify the primary risks faced by the Charity and the actions and initiatives to be taken to mitigate those risks is reviewed by the Governance Sub Group at each meeting as a standing agenda item. The risk register is then reported to the Board as required.

The risks and uncertainties faced by the Charity are those inherent with the management of sports and leisure services with the core aim of;

- Promoting community participation in healthy recreation, and/or
- Advancing the education of the public on the benefit of active lifestyle and in particular the value of physical activity for young people, and/or
- Such other charitable purposes beneficial to the community consistent with the objects as the Trustees shall in their discretion determine.

**REPORT OF THE TRUSTEES  
FOR THE YEAR ENDED 31 MARCH 2025**

**STRUCTURE, GOVERNANCE AND MANAGEMENT**

**Figure 5: Identified Risks and Management Procedures**

<b>Identified Risk</b>	<b>Description</b>	<b>How we manage the risk</b>
Contractual risk	Failure to perform in terms of the contract to provide leisure and recreational services to communities.	Through regular partnership meetings and reporting with Local Authority partners highlighting Charity Performance and Impact.
Operational risk	Incurring losses as a result of inadequate or failed internal and external processes, systems and human error or from external events.	Internal audit and external audit programme in place. Documented processes in place for all financial controls and processes.
Regulatory risk	Failure to comply with relevant regulations and procedures, for example health and safety.	Robust systems of internal and external audits and training by specialist training providers and third-party advisors with specialist knowledge of the sports and leisure sector.
People risk	Failure to ensure we maintain a well-trained, competent and motivated workforce.	Comprehensive programme of training provided across the business including annual assessment needs, competency checks and systems for behaviour and performance monitoring.
Financial risk	Failure to ensure we maintain adequate reserves to ensure the on-going financial requirements of the Charity are met.	Reserves policy regularly reviewed as part of the annual Board assessment in line with the future needs of the business.
Reputational risk	Failure to meet the expectations of our key stakeholders, our partners, staff and customers in the performance and management of the charity's affairs.	Comprehensive partner relations established with key stakeholder groups that have a direct or indirect influence on the performance of the business.
Economic risk	Failure to achieve income levels due to increased competition or a reduction in levels of customers' disposable income.	Regular review of pricing against competitors, price promotion and comprehensive systems for gathering customer feedback.

**WAVE ACTIVE LIMITED**

**REPORT OF THE TRUSTEES**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**REFERENCE AND ADMINISTRATIVE DETAILS**

**Registered Company number**

05621359 (England and Wales)

**Registered Charity number**

1113486

**Registered office**

C/o Downs Leisure Centre  
Sutton Road  
SEAFORD  
BN25 4QW

**Trustees**

Mr K Ellis

Mr P Clarke

Mr E Kihlstrom (Chair)

Mr M Beaumont

Resigned 18th November 2024

Mr M Price

Resigned 18th November 2024

Mr M Miller

Cllr L O'Connor

Ms Cat Harwood-Smith

Cllr C Keenan

**Company Secretary**

Ms D Pollard

**Auditors**

McCabe Ford Williams

Statutory Auditors and Chartered Accountants

Building 1063

Cornforth Drive

Kent Science Park

Sittingbourne

Kent

ME9 8PX

**REPORT OF THE TRUSTEES**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**REFERENCE AND ADMINISTRATIVE DETAILS**

**Solicitors**

Mayo Wynne Baxter  
20 Gildredge Road Eastbourne  
East Sussex, BN21 4RP

**STATEMENT OF TRUSTEES' RESPONSIBILITIES**

The trustees (who are also the directors of Wave Active Limited for the purposes of company law) are responsible for preparing the Report of the Trustees and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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 give a true and fair view of the state of affairs of the charitable company and of the incoming resources and application of resources, including the income and expenditure, of the charitable company for that period. In preparing those 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;
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the charitable company and to 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 auditors are 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 auditors are aware of that information.

**AUDITORS**

The auditors, McCabe Ford Williams, will be proposed for re-appointment at the forthcoming Annual General Meeting.

Report of the trustees, incorporating a strategic report, approved by order of the board of trustees, as the company directors, on 17 November 2025 and signed on the board's behalf by:



Mr E W Kihlstrom - Trustee

## **REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF WAVE ACTIVE LIMITED**

### **Opinion**

We have audited the financial statements of Wave Active Limited (the 'charitable company') for the year ended 31 March 2025 which comprise the Statement of Financial Activities, the Balance Sheet, the Cash Flow Statement 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 (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

In our opinion the financial statements:

- give a true and fair view of the state of the charitable company's affairs as at 31 March 2025 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, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; and
- 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the charitable 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**

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

### **Other information**

The trustees are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Report of the Independent Auditors thereon.

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 this gives rise to a material misstatement in the financial statements themselves. 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 Report of the Trustees for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Trustees has been prepared in accordance with applicable legal requirements.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF**  
**WAVE ACTIVE LIMITED**

**Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Trustees.

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.

**Responsibilities of trustees**

As explained more fully in the Statement of Trustees' Responsibilities, 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, and for such internal control as the trustees 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 trustees are responsible for assessing the charitable 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 trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.



**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF**  
**WAVE ACTIVE LIMITED**

**Our 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 a Report of the Independent Auditors 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.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the charitable company through discussions with management, trustees and our experience of the sector;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the charitable company, including, but not limited to, the Companies Act 2006, UK tax legislation;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the charitable company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management and the trustees as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- reviewed management contracts where contract variations had arisen;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in note 1 were indicative of potential bias; and
- investigated the rationale behind significant or unusual transactions.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- reading the minutes of meetings of those charged with governance;
- enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC and the relevant regulator.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the board of trustees and other management and the inspection of regulatory and legal correspondence, if any. Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF**  
**WAVE ACTIVE LIMITED**

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Report of the Independent Auditors.

**Use of our report**

This report is made solely to the charitable 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 charitable 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 charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Ashley Phillips (FCCA) (Senior Statutory Auditor)  
for and on behalf of McCabe Ford Williams  
Statutory Auditors and Chartered Accountants  
Building 1063  
Cornforth Drive  
Kent Science Park  
Sittingbourne  
Kent  
ME9 8PX

17 November 2025

**STATEMENT OF FINANCIAL ACTIVITIES  
FOR THE YEAR ENDED 31 MARCH 2025**

				31.3.25	31.3.24
		Unrestricted funds £	FRS 102 Pension Adjustment Un-restricted £	Restricted funds £	Total funds £
Notes					
<b>INCOME AND ENDOWMENTS FROM</b>					
Donations and legacies	2	157,884	-	-	157,884
<b>Charitable activities</b>	4				
Leisure Centre activity		6,796,224	-	1,016,698	7,812,922
Investment income	3	95,801	-	-	95,801
<b>Total</b>		<u>7,049,909</u>	<u>-</u>	<u>1,016,698</u>	<u>8,066,607</u>
<b>EXPENDITURE ON</b>					
<b>Charitable activities</b>	5				
Leisure Centre activity		<u>6,470,827</u>	<u>(78,000)</u>	<u>506,519</u>	<u>6,899,346</u>
<b>NET INCOME</b>		579,082	78,000	510,179	1,167,261
<b>Transfers between funds</b>	21	73,698	-	(73,698)	-
<b>Other recognised gains/(losses)</b>					
Actuarial gains/(losses) on defined benefit schemes		-	(78,000)	-	(78,000)
<b>Net movement in funds</b>		652,780	-	436,481	1,089,261
<b>RECONCILIATION OF FUNDS</b>					
Total funds brought forward		1,481,240	-	534,752	2,015,992
<b>TOTAL FUNDS CARRIED FORWARD</b>		<u>2,134,020</u>	<u>-</u>	<u>971,233</u>	<u>3,105,253</u>

The notes form part of these financial statements

**BALANCE SHEET**  
**31 MARCH 2025**

					31.3.25	31.3.24
	Notes	Unrestricted funds £	FRS 102 Pension Adjustment Un-restricted £	Restricted funds £	Total funds £	Total funds £
<b>FIXED ASSETS</b>						
Tangible assets	11	644,629	-	971,233	1,615,862	946,072
Investments	12	<u>1</u>	<u>-</u>	<u>-</u>	<u>1</u>	<u>1</u>
		644,630	-	971,233	1,615,863	946,073
<b>CURRENT ASSETS</b>						
Stocks	13	28,878	-	-	28,878	28,647
Debtors	14	1,366,488	-	-	1,366,488	685,466
Investments	15	1,786,331	-	-	1,786,331	1,001,000
Cash at bank and in hand		<u>632,962</u>	<u>-</u>	<u>-</u>	<u>632,962</u>	<u>1,447,031</u>
		3,814,659	-	-	3,814,659	3,162,144
<b>CREDITORS</b>						
Amounts falling due within one year	16	<u>(1,768,104)</u>	<u>-</u>	<u>-</u>	<u>(1,768,104)</u>	<u>(1,359,062)</u>
<b>NET CURRENT ASSETS</b>		<u>2,046,555</u>	<u>-</u>	<u>-</u>	<u>2,046,555</u>	<u>1,803,082</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		2,691,185	-	971,233	3,662,418	2,749,155
<b>CREDITORS</b>						
Amounts falling due after more than one year	17	<u>(557,165)</u>	<u>-</u>	<u>-</u>	<u>(557,165)</u>	<u>(733,163)</u>
<b>NET ASSETS</b>		<u>2,134,020</u>	<u>-</u>	<u>971,233</u>	<u>3,105,253</u>	<u>2,015,992</u>

The notes form part of these financial statements

BALANCE SHEET - continued  
31 MARCH 2025

<b>FUNDS</b>	21		
Unrestricted funds		2,134,020	1,481,240
Restricted funds		<u>971,233</u>	<u>534,752</u>
<b>TOTAL FUNDS</b>		<u>3,105,253</u>	<u>2,015,992</u>

The financial statements were approved by the Board of Trustees and authorised for issue on 17 November 2025 and were signed on its behalf by:



Mr E W Kihlstrom - Trustee

**WAVE ACTIVE LIMITED****CASH FLOW STATEMENT**  
**FOR THE YEAR ENDED 31 MARCH 2025**

	Notes	31.3.25 £	31.3.24 £
<b>Cash flows from operating activities</b>			
Cash generated from operations	1	<u>1,492,260</u>	<u>784,998</u>
Net cash provided by operating activities		<u>1,492,260</u>	<u>784,998</u>
<b>Cash flows from investing activities</b>			
Purchase of tangible fixed assets		(1,248,173)	(162,194)
Sale of tangible fixed assets		1,526	-
Interest received		95,801	44,880
Movement on deposit investments		(785,331)	(250,000)
Loan issued in the year		<u>(205,967)</u>	<u>-</u>
Net cash used in investing activities		<u>(2,142,144)</u>	<u>(367,314)</u>
<b>Cash flows from financing activities</b>			
Loan repayments in year		<u>(164,185)</u>	<u>(153,003)</u>
Net cash used in financing activities		<u>(164,185)</u>	<u>(153,003)</u>
		<u>                    </u>	<u>                    </u>
Change in cash and cash equivalents in the reporting period		(814,069)	264,681
Cash and cash equivalents at the beginning of the reporting period		<u>1,447,031</u>	<u>1,182,350</u>
Cash and cash equivalents at the end of the reporting period		<u>632,962</u>	<u>1,447,031</u>

The notes form part of these financial statements

**NOTES TO THE CASH FLOW STATEMENT  
FOR THE YEAR ENDED 31 MARCH 2025**

**1. RECONCILIATION OF NET INCOME TO NET CASH FLOW FROM OPERATING ACTIVITIES**

	31.3.25 £	31.3.24 £
<b>Net income for the reporting period (as per the Statement of Financial Activities)</b>	1,167,261	334,015
<b>Adjustments for:</b>		
Depreciation charges	345,311	181,307
Loss on disposal of fixed assets	535	-
Interest received	(95,801)	(44,880)
Impairment	231,011	-
Increase in stocks	(231)	(966)
Increase in debtors	(475,055)	(15,825)
Increase in creditors	397,229	361,347
Difference between pension charge and cash contributions	<u>(78,000)</u>	<u>(30,000)</u>
<b>Net cash provided by operations</b>	<u><u>1,492,260</u></u>	<u><u>784,998</u></u>

**2. ANALYSIS OF CHANGES IN NET FUNDS**

	At 1.4.24 £	Cash flow £	At 31.3.25 £
<b>Net cash</b>			
Cash at bank and in hand	<u>1,447,031</u>	<u>(814,069)</u>	<u>632,962</u>
	<u>1,447,031</u>	<u>(814,069)</u>	<u>632,962</u>
<b>Liquid resources</b>			
Deposits included in cash	-	-	-
Current asset investments	<u>1,001,000</u>	<u>785,331</u>	<u>1,786,331</u>
	<u>1,001,000</u>	<u>785,331</u>	<u>1,786,331</u>
<b>Debt</b>			
Debts falling due within 1 year	(164,185)	(11,813)	(175,998)
Debts falling due after 1 year	<u>(733,163)</u>	<u>175,998</u>	<u>(557,165)</u>
	<u>(897,348)</u>	<u>164,185</u>	<u>(733,163)</u>
<b>Total</b>	<u><u>1,550,683</u></u>	<u><u>135,447</u></u>	<u><u>1,686,130</u></u>

The notes form part of these financial statements

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**1. ACCOUNTING POLICIES**

**Statement of compliance**

The financial statements of the charitable company, which is a public benefit entity under FRS 102, have been prepared in accordance with the Charities SORP (FRS 102) 'Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019)', Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006. The financial statements have been prepared under the historical cost convention, with the exception of investments which are included at market value.

**Basis of preparing the financial statements**

Under Financial Reporting Standard 102 (Retirement benefits) the surplus on the trust's pension schemes is included in the financial statements and the trust's reserves have therefore been increased by the pension surplus creating net assets of £3,105,253 (2024: £2,015,992) at the year end. The management committee are satisfied that the Trust will be able to meet all of its obligations as and when they fall due.

**Critical accounting judgements and key sources of estimation uncertainty**

In the application of the charitable company's accounting policies, management is required to make judgements, estimates and assumptions about the carrying value of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period to which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The key sources of estimation uncertainty that have a significant effect on the amounts recognised in the financial statements are the depreciation charges that are calculated with reference to the useful economic life of fixed assets and the valuation of the pension deficit in respect of the local government pension scheme.

The present value of the Local Government Pension Scheme defined benefit asset depends on a number of factors that are determined on an actuarial basis using a variety of assumptions. The assumptions used in determining the net cost (income) for pensions include the discount rate. Any changes in these assumptions, which are disclosed in note 22, will impact the carrying amount of the pension asset. Furthermore, a roll forward approach which projects results from the latest full actuarial valuation performed at 31 March 2022 has been used by the actuary in valuing the pension asset at 31 March 2025. Any differences between the figures derived from the roll forward approach and a full actuarial valuation would impact on the carrying amount of the pension asset/liability. In determining the value of the pension asset the impact of an asset ceiling has been included to assess for recoverability, in accordance with the requirements of FRS 102.

**Incoming resources**

Incoming resources from recreation and leisure sites are included in the Statement of Financial Activities when receivable. Income for annual memberships is accounted for over the membership year.

Monthly direct debit subscriptions are recognised on the first day of the period in which they are paid.

Income represents net sales of goods and services and management fees excluding value added tax, to customers during the year.



**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**1. ACCOUNTING POLICIES - continued**

**Incoming resources**

Under certain contracts that the charitable company has entered into, the entity is entitled to management fees. Management fees are often paid in equal instalments over the life of the contract. However the entity recognises the management fee in accordance with the expected profile of the operating results and contracted lifecycle maintenance.

Restricted income is included when the charitable company is legally entitled to the income and the amount can be quantified with reasonable accuracy.

**Management Fee**

The normal service fee is an unrestricted fund which is available for use at the discretion of the Trustees in furtherance of the general objectives of the Charity.

**Legacy Income**

For legacies, entitlement is taken as the earlier of the date on which either: the charity is aware that probate has been granted, the estate has been finalised and notification has been made by the executor(s) to the Trust that a distribution will be made, or when a distribution is received from the estate. Receipt of a legacy, in whole or in part, is only considered probable when the amount can be measured reliably and the charity has been notified of the executor's intention to make a distribution. Where legacies have been notified to the charity, or the charity is aware of the granting of probate, and the criteria for income recognition have not been met, then the legacy is treated as a contingent asset and disclosed if material.

**Resources expended**

All expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all costs related to the category. Where costs cannot be directly attributed to particular headings they have been allocated to activities on a basis consistent with the use of resources. Resources expended include attributable VAT which cannot be recovered.

**Tangible fixed assets**

Individual fixed assets relating to leasehold property costing £10,000 or more, or other assets costing £4,000 or more are capitalised at cost. Tangible fixed assets are depreciated on a straight line basis over the remaining term of the lease of the properties or in the case of vehicles, their expected useful life. Depreciation is calculated as follows:

Improvements to property	- Over remaining term of lease
Motor vehicles	- Straight line over 3 years
Plant and machinery	- Over remaining term of lease
Information Technology systems	- Straight line over 5 years

**Stocks**

Stocks consists of purchased goods for resale and is valued at the lower of cost and net realisable value, on a first in first out basis, after making due allowance for obsolete and slow moving items.

**Taxation**

The charity is exempt from corporation tax on its charitable activities.

**Unrestricted funds**

Unrestricted funds are incoming resources receivable or generated for the objectives of the Charity without further specified purpose and are available as general funds.

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**1. ACCOUNTING POLICIES - continued**

**Restricted funds**

Restricted funds are to be used for specific purposes as laid down by the donor. Expenditure which meets these criteria is charged to the funds.

**Leasing commitments**

Rentals paid under operating leases are charged to the Statement of Financial Activities on a straight line basis over the period of the lease.

**Pension costs and other post-retirement benefits**

The Charity operates one pension scheme providing benefits based on final pensionable pay. Contributions to the defined benefit scheme are charged to the Statement of Financial Activities in order to allocate the cost of providing the pension recognising any actuarial surplus or deficit (where appropriate), over the working lives of the relevant employees as assessed in accordance with the advice of professional qualified actuaries. The assets of the scheme are held separately in independently administered funds. Contributions to the defined contribution pension scheme are charged to the Statement of Financial Activities as incurred. These include contributions to the stakeholder pension scheme and employees' personal pension schemes.

**Investments**

Investments will be valued at open market as assessed by the Trustees.

**Investments in jointly controlled entities**

Investments made in jointly controlled entities are measured at cost less any accumulated impairment.

**Going Concern**

In the wake of the COVID-19 pandemic and the continuing economic impact or the Russian/Ukrainian conflict availability of employee resources and ongoing inflation which puts pressure on the economic health of the consumer and supplier pricing.

Inflation, which is predicted to not significantly reduce below 3.5% in the short to medium term, and the financial pressure brought about by the increase in employer national insurance rates from April 2025 and the continual increase in the minimal wage above inflation have a significant impact on the charity's financial performance, with the most affected areas being:

1. Profitability
2. Pricing structures
3. Going concern consideration
4. Risk and cashflow forecasting

Wave have reacted to the inflationary pressures by maintaining price increases at or below inflation to ease the pressure on members and casual users of the leisure facilities, and by applying increases to employee rates at the prevailing level of inflation subject to the allocation of the minimum wage. In addition, the purchasing process for energy procurement has been undertaken to smoothing price increases in the period to 31 March 2025 and beyond.

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**1. ACCOUNTING POLICIES - continued**

To counter the inflationary pressures Wave will apply the cash reserves as held at 31 March 2025 which ensures that it can meet its debts as they fall due, including repayment of COVID-19 related loans which will provide sustainability in the medium term. Long term sustainability will be gained through the capital purchase plans which provides for ongoing investment in the charity's facilities and income streams.

Growth of the business supports long term sustainability with post balance sheet events that give rise to positive impact on reserves and by mitigating any risk attached to new business opportunities. Management continues to explore new business opportunities with a focus on de-risking the business model.

The business model is under constant review to ensure that it reflects the latest forecast for inflation along with detailed review of energy pricing from flexible forward purchase contracts for gas and electricity. Although uncertainty surrounding inflation and energy pricing past 31 March 2025 remains, the charity is confident that no material uncertainty exists that would but doubt on the charity's ability to continue as a going concern.

**2. DONATIONS AND LEGACIES**

	31.3.25	31.3.24
	£	£
Donations	14,873	30,193
Legacies	<u>143,011</u>	<u>-</u>
	<u>157,884</u>	<u>30,193</u>

During the year, the Charity received one residuary legacy of £143,011 (2024: £Nil).

**3. INVESTMENT INCOME**

	31.3.25	31.3.24
	£	£
Deposit account interest	<u>95,801</u>	<u>44,880</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**4. INCOME FROM CHARITABLE ACTIVITIES**

		31.3.25	31.3.24
	Activity	£	£
Leisure centre income	Leisure Centre activity	5,468,527	5,403,771
Management Fee	Leisure Centre activity	496,827	220,793
Joint Use Agreement Income	Leisure Centre activity	408,870	343,374
Grants	Leisure Centre activity	<u>1,438,698</u>	<u>519,666</u>
		<u>7,812,922</u>	<u>6,487,604</u>

Included within grants received are unrestricted grants of £422,000 (2024: £462,000) and restricted grants of £1,016,698 (2024: £57,666).

Grants received, included in the above, are as follows:

	31.3.25	31.3.24
	£	£
Eastbourne Borough Council	422,000	462,000
Adult Social Care Infection Control Fund	-	1,035
Active Sussex Grant	-	4,000
Primary Care PCN	-	20,079
Swimming Pool Support Fund (SHP)	73,698	32,552
Lewes District Council Capital Grant	<u>943,000</u>	<u>-</u>
	<u>1,438,698</u>	<u>519,666</u>

**5. CHARITABLE ACTIVITIES COSTS**

	Direct Costs £	Support costs (see note 6) £	Totals £
Leisure Centre activity	<u>2,254,343</u>	<u>4,645,003</u>	<u>6,899,346</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued  
FOR THE YEAR ENDED 31 MARCH 2025**

**6. SUPPORT COSTS**

	Management £	Finance £	Governance costs £	Totals £
Leisure Centre activity	<u>4,168,001</u>	<u>456,551</u>	<u>20,451</u>	<u>4,645,003</u>

**7. NET INCOME/(EXPENDITURE)**

Net income/(expenditure) is stated after charging/(crediting):

	31.3.25 £	31.3.24 £
Auditor's remuneration	20,451	15,103
Depreciation - owned assets	345,311	181,307
Hire of plant and machinery	22,626	25,134
Deficit on disposal of fixed assets	<u>535</u>	<u>-</u>

**8. TRUSTEES' REMUNERATION AND BENEFITS**

There were no trustees' remuneration or other benefits for the year ended 31 March 2025 nor for the year ended 31 March 2024.

**Trustees' expenses**

There were no trustees' expenses paid for the year ended 31 March 2025 nor for the year ended 31 March 2024.

**9. STAFF COSTS**

	31.3.25 £	31.3.24 £
Wages and salaries	3,533,897	3,171,965
Social security costs	218,369	189,084
Other pension costs	<u>77,076</u>	<u>167,189</u>
	<u>3,829,342</u>	<u>3,528,238</u>

The average monthly number of employees during the year was as follows:

	31.3.25	31.3.24
Senior management	12	12
Recreation Sites	105	90
Administration	12	11
Casual Staff	<u>198</u>	<u>206</u>
	<u>327</u>	<u>319</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**9. STAFF COSTS - continued**

The number of employees whose employee benefits (excluding employer pension costs) exceeded £60,000 was:

	31.3.25	31.3.24
£60,001 - £70,000	-	1
£70,001 - £80,000	1	-
£120,001 - £130,000	-	1
£140,001 - £150,000	<u>1</u>	<u>-</u>
	<u>2</u>	<u>2</u>

The number of employees earning in excess of £60,000 (for the year and the preceding year) to whom retirement benefits were accruing was as follows:

	2025	2024
Defined benefit schemes	2	2

The total amount of employee remuneration received by key management personnel is £319,290 (2024: £286,886). The Charitable Company considers its key management personnel comprises of the CEO, the Head of Finance and the Head of Commercial Development.

**10. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES**

	Unrestricted funds £	FRS 102 Pension Adjustment Un-restricted £	Restricted funds £	Total funds £
<b>INCOME AND ENDOWMENTS FROM</b>				
Donations and legacies	30,193	-	-	30,193
<b>Charitable activities</b>				
Leisure Centre activity	6,429,938	-	57,666	6,487,604
Investment income	<u>44,880</u>	<u>-</u>	<u>-</u>	<u>44,880</u>
<b>Total</b>	<u>6,505,011</u>	<u>-</u>	<u>57,666</u>	<u>6,562,677</u>
<b>EXPENDITURE ON</b>				
<b>Charitable activities</b>				
Leisure Centre activity	<u>6,113,075</u>	<u>(30,000)</u>	<u>145,587</u>	<u>6,228,662</u>
<b>NET INCOME/(EXPENDITURE)</b>	391,936	30,000	(87,921)	334,015
<b>Other recognised gains/(losses)</b>				
Actuarial gains/(losses) on defined benefit schemes	<u>-</u>	<u>(2,601,000)</u>	<u>-</u>	<u>(2,601,000)</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

## 10. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES - continued

	Unrestricted funds £	FRS 102 Pension Adjustment Un-restricted £	Restricted funds £	Total funds £
<b>Net movement in funds</b>	391,936	(2,571,000)	(87,921)	(2,266,985)
<b>RECONCILIATION OF FUNDS</b>				
Total funds brought forward	1,089,304	2,571,000	622,673	4,282,977
<b>TOTAL FUNDS CARRIED FORWARD</b>	<u>1,481,240</u>	<u>-</u>	<u>534,752</u>	<u>2,015,992</u>

## 11. TANGIBLE FIXED ASSETS

	Improvements to property £	Plant and machinery £	Fixtures and fittings £
<b>COST</b>			
At 1 April 2024	2,179,221	348,231	41,498
Additions	777,186	411,378	225
Disposals	-	-	(6,105)
At 31 March 2025	<u>2,956,407</u>	<u>759,609</u>	<u>35,618</u>
<b>DEPRECIATION</b>			
At 1 April 2024	1,503,783	151,181	13,599
Charge for year	223,940	89,411	4,939
Eliminated on disposal	-	-	(4,044)
Impairments	<u>231,011</u>	<u>-</u>	<u>-</u>
At 31 March 2025	<u>1,958,734</u>	<u>240,592</u>	<u>14,494</u>
<b>NET BOOK VALUE</b>			
At 31 March 2025	<u>997,673</u>	<u>519,017</u>	<u>21,124</u>
At 31 March 2024	<u>675,438</u>	<u>197,050</u>	<u>27,899</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**11. TANGIBLE FIXED ASSETS - continued**

	Motor vehicles £	Computer equipment £	Totals £
<b>COST</b>			
At 1 April 2024	8,580	239,082	2,816,612
Additions	-	59,384	1,248,173
Disposals	-	-	(6,105)
	<u>8,580</u>	<u>298,466</u>	<u>4,058,680</u>
<b>DEPRECIATION</b>			
At 1 April 2024	8,580	193,397	1,870,540
Charge for year	-	27,021	345,311
Eliminated on disposal	-	-	(4,044)
Impairments	-	-	231,011
	<u>8,580</u>	<u>220,418</u>	<u>2,442,818</u>
<b>NET BOOK VALUE</b>			
At 31 March 2025	<u>-</u>	<u>78,048</u>	<u>1,615,862</u>
At 31 March 2024	<u>-</u>	<u>45,685</u>	<u>946,072</u>

**12. FIXED ASSET INVESTMENTS**

	Shares in group undertakings £
<b>MARKET VALUE</b>	
At 1 April 2024 and 31 March 2025	<u>1</u>
<b>NET BOOK VALUE</b>	
At 31 March 2025	<u>1</u>
At 31 March 2024	<u>1</u>

There were no investment assets outside the UK.

The company's investments at the balance sheet date in the share capital of companies include the following:



**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**12. FIXED ASSET INVESTMENTS - continued**

**Subsidiary**

**Wave Active Ventures Limited**

Registered office: Downs Leisure Centre, Sutton Road, Seaford, East Sussex, BN25 4QW

Nature of business: Dormant

	%		
Class of share:	holding		
Ordinary	100	31.3.25	31.3.24
		£	£
Aggregate capital and reserves		1	1

**Joint venture**

**Hillbrow Health and Wellbeing Limited**

Registered office: Downs Leisure Centre, Sutton Road, Seaford, East Sussex, BN25 4QW

Nature of business: Community health and wellbeing

	31.3.25	31.3.24
	£	£
Aggregate capital and reserves	(381,692)	-
Loss for the period/year	<u>(381,692)</u>	<u>-</u>

The Charity has entered into joint control over the entity in partnership, with South Downs Health And Care Limited, incorporated on 15 May 2024. The entity is limited by guarantee without share capital.

**13. STOCKS**

	31.3.25	31.3.24
	£	£
Stocks	<u>28,878</u>	<u>28,647</u>

**14. DEBTORS**

	31.3.25	31.3.24
	£	£
Amounts falling due within one year:		
Trade debtors	716,471	255,154
Amounts owed by group undertakings	750	750
Amounts owed by participating interests	205,967	-
Other debtors	35,598	29,127
Prepayments and accrued income	<u>349,652</u>	<u>342,385</u>
	<u>1,308,438</u>	<u>627,416</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**14. DEBTORS - continued**

	31.3.25 £	31.3.24 £
Amounts falling due after more than one year:		
Other debtors	<u>58,050</u>	<u>58,050</u>
Aggregate amounts	<u>1,366,488</u>	<u>685,466</u>

**15. CURRENT ASSET INVESTMENTS**

	31.3.25 £	31.3.24 £
Unlisted investments	<u>1,786,331</u>	<u>1,001,000</u>

**16. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.3.25 £	31.3.24 £
Other loans (see note 18)	175,998	164,185
Trade creditors	761,210	291,501
Social security and other taxes	94,921	130,322
Other creditors	22,777	103,872
Accruals and deferred income	<u>713,198</u>	<u>669,182</u>
	<u>1,768,104</u>	<u>1,359,062</u>

Deferred Income:

	31.3.25 £	31.3.24 £
Deferred income at 1 April 2024	199,370	172,606
Released from previous years	(199,370)	(172,606)
Resources deferred in the year	<u>204,553</u>	<u>199,370</u>
Deferred income as at 31 March 2025	<u>204,553</u>	<u>199,370</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**17. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	31.3.25	31.3.24
	£	£
Other loans (see note 18)	<u>557,165</u>	<u>733,163</u>

Social Investment Business FM Limited hold a fixed charge and a floating charge covering all the property or undertaking of the Charitable Company.

The Charitable Company received an unsecured loan of £500,000 from Lewes District Council in 2020/21. The loan was issued at an interest rate of 2.75% which shall accrue daily from the draw down of the loan. The first payment of interest was due on the last business day of March 2023.

The Charitable Company secured a Coronavirus Business Interruption Loan of £650,000 repayable over 5 years. Interest is charged at 7.0%.

**18. LOANS**

An analysis of the maturity of loans is given below:

	31.3.25	31.3.24
	£	£
Amounts falling due within one year on demand:		
Other loans	<u>175,998</u>	<u>164,185</u>
Amounts falling between one and two years:		
Other loans - 1-2 years	<u>57,165</u>	<u>175,998</u>
Amounts falling due between two and five years:		
Other loans - 2-5 years	<u>-</u>	<u>57,165</u>
Amounts falling due in more than five years:		
Repayable otherwise than by instalments:		
Other loans more 5yrs non-inst	<u>500,000</u>	<u>500,000</u>

**19. LEASING AGREEMENTS**

Minimum lease payments under non-cancellable operating leases fall due as follows:

	31.3.25	31.3.24
	£	£
Within one year	15,253	3,169
Between one and five years	<u>50,046</u>	<u>7,161</u>
	<u>65,299</u>	<u>10,330</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**20. SECURED DEBTS**

The following secured debts are included within creditors:

	31.3.25 £	31.3.24 £
CBILS Loan	<u>233,163</u>	<u>397,348</u>

**CBILS Loan**

The shareholders of Social Investment Business FM Limited hold a floating and fixed charge of the assets of Wave Active Limited due to a loan given in 2021.

**21. MOVEMENT IN FUNDS**

	At 1.4.24 £	Net movement in funds £	Transfers between funds £	At 31.3.25 £
<b>Unrestricted funds</b>				
General fund	1,481,240	579,082	(6,565)	2,053,757
Future LGPS Pension Liabilities	-	-	80,263	80,263
	<u>1,481,240</u>	<u>579,082</u>	<u>73,698</u>	<u>2,134,020</u>
<b>Restricted funds</b>				
Ancient History Centre	21,047	(3,463)	-	17,584
Newhaven Fort Recovery	513,705	(315,510)	-	198,195
Swimming Pool Support Fund (SHP)	-	73,698	(73,698)	-
Lewes District Council Capital grant	-	755,454	-	755,454
	<u>534,752</u>	<u>510,179</u>	<u>(73,698)</u>	<u>971,233</u>
<b>TOTAL FUNDS</b>	<u>2,015,992</u>	<u>1,089,261</u>	<u>-</u>	<u>3,105,253</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**21. MOVEMENT IN FUNDS - continued**

Net movement in funds, included in the above are as follows:

	Incoming resources £	Resources expended £	Gains and losses £	Movement in funds £
<b>Unrestricted funds</b>				
General fund	7,049,909	(6,470,827)	-	579,082
FRS 102 Pension Adjustment				
Un-restricted	-	78,000	(78,000)	-
	7,049,909	(6,392,827)	(78,000)	579,082
<b>Restricted funds</b>				
Ancient History Centre	-	(3,463)	-	(3,463)
Newhaven Fort Recovery	-	(315,510)	-	(315,510)
Swimming Pool Support Fund (SHP)	73,698	-	-	73,698
Lewes District Council Capital grant	943,000	(187,546)	-	755,454
	1,016,698	(506,519)	-	510,179
<b>TOTAL FUNDS</b>	<u>8,066,607</u>	<u>(6,899,346)</u>	<u>(78,000)</u>	<u>1,089,261</u>

**Comparatives for movement in funds**

	At 1.4.23 £	Net movement in funds £	At 31.3.24 £
<b>Unrestricted funds</b>			
General fund	1,089,304	391,936	1,481,240
FRS 102 Pension Adjustment			
Un-restricted	2,571,000	(2,571,000)	-
	3,660,304	(2,179,064)	1,481,240
<b>Restricted funds</b>			
Ancient History Centre	24,508	(3,461)	21,047
Newhaven Fort Recovery	598,165	(84,460)	513,705
	622,673	(87,921)	534,752
<b>TOTAL FUNDS</b>	<u>4,282,977</u>	<u>(2,266,985)</u>	<u>2,015,992</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**21. MOVEMENT IN FUNDS - continued**

Comparative net movement in funds, included in the above are as follows:

	Incoming resources £	Resources expended £	Gains and losses £	Movement in funds £
<b>Unrestricted funds</b>				
General fund	6,505,011	(6,113,075)	-	391,936
FRS 102 Pension Adjustment				
Un-restricted	-	30,000	(2,601,000)	(2,571,000)
	6,505,011	(6,083,075)	(2,601,000)	(2,179,064)
<b>Restricted funds</b>				
Ancient History Centre	-	(3,461)	-	(3,461)
Newhaven Fort Recovery	-	(84,460)	-	(84,460)
Adult Social Care Infection Control Fund	1,035	(1,035)	-	-
Active Sussex (SSC & SHCC)	4,000	(4,000)	-	-
Primary Care PCN	20,079	(20,079)	-	-
Swimming Pool Support Fund (SHP)	32,552	(32,552)	-	-
	57,666	(145,587)	-	(87,921)
<b>TOTAL FUNDS</b>	<u>6,562,677</u>	<u>(6,228,662)</u>	<u>(2,601,000)</u>	<u>(2,266,985)</u>

**Newhaven Fort - Ancient History Centre**

The charity received £55,000 via East Sussex County Council to transform an exhibition in one of the casements into a new exhibition/learning resource. This space now tells the story of how Newhaven and surrounding areas were inhabited during pre-Roman times, and offers events to the public. The funding was capitalised in 2017/18 and written down over the remaining period of the lease for the site with Lewes District Council. As of 31st March 2025 the restrictive fund balance was £17,584 (2024: £21,047).

**Newhaven Fort - Heritage Lottery Fund**

Awarded by the Department of Digital, Cultural, Media and Sports, administered by the Heritage Lottery Fund. A total of £850,000 was awarded specifically for Newhaven Fort to enable it to relaunch in spring 2021. Overall purpose of the grant was to create an on-site visitor experience which complies with Government COVID-19 safe working protocols. Exhibition spaces were reviewed, adapted and renewed along with ticketing, tea room and shop to enable social distancing. The use of 'virtual' and 'digital' technology was applied to improve the visitor experience both on and off site. The grant was deemed to be a restrictive capital nature with £766k being treated as Fixed Asset additions with the majority of spend in 2021/22 related to physical building works and interactive audio visual displays. During the year to 31st March 2025 there was expenditure of £315,510 leaving a restricted fund balance of £198,195 (2024: £513,705). The fund was fully expended in recognition of the new investment from the New Towns Fund that transformed the site from a museum attraction into an award winning cultural attraction. This investment added to the works carried out 2021/22 with the lottery funding which focused mainly on sustaining a site of historical interest post the pandemic.

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**21. MOVEMENT IN FUNDS - continued**

**Seahaven Swim and Fitness Centre - Swimming Pool Support Fund**

A total of £73,698 was awarded by the fund to invest in fixed assets that reduced energy consumption at Seahaven Swim and Fitness Centre. Following the investment of funds into relevant fixed assets, as per the grant restriction, the funds were no longer considered to be restricted once the asset was brought into use to support the charity's unrestricted activities. Therefore, the fund has been transferred to unrestricted general funds and the applicable assets depreciated therein.

**Lewes District - Capital Grant**

Lewes District Council awarded a grant of £943,000 for the improvement of Council owned properties managed by Wave Active for the refurbishment of the properties and upgrading plant and equipment for the purpose of efficiencies including reducing energy consumption. The total value of the grant has been recognised as Fixed Assets with matching expenditure of £187,546 being depreciation of the assets leaving a restricted fund balance of £755,454 at 31st March 2025.

**Future LGPS Pension Liabilities - Designated Fund**

The charity has designated unrestricted funds of £80,263 for the purpose of funding future LGPS pension liabilities that may arise should the fund fall into deficit in the future.

**Transfers between funds**

A transfer of £73,698 is shown from restricted funds to unrestricted funds during the year. The transfer relates to grant income that was initially restricted to the purchase of fixed assets to improve energy efficiency. Following the investment of funds into relevant fixed assets, as per the grant restriction, the funds were no longer considered to be restricted once the asset was brought into use to support the charity's unrestricted activities.

**22. EMPLOYEE BENEFIT OBLIGATIONS**

The company operates a defined benefit scheme in the UK. The pension cost and provision for the year are based on the advice of a professionally qualified actuary the most recent full actuarial valuation is dated 31 March 2022. A roll forward approach which projects results from the latest full actuarial valuation performed at 31 March 2022 has been used by the actuary in valuing the pension liability at 31 March 2025. Any differences between the figures derived from the roll forward approach and a full actuarial valuation would impact on the carrying amount of the pension liability.

Lewes District Council has given a legal undertaking guaranteeing that if any sums are due and owing to the pension scheme by the Charity pursuant to the terms of the pension admissions agreement between the Charity and Lewes District Council dated 31 March 2006, that Lewes District Council will make good any deficit in the event of the liquidation or winding up of the charitable company. As this indemnity represents a contingent asset it has not been reflected in the financial statements.

At 31 March 2025 the scheme was valued with a £3,959,000 surplus. This surplus is not recoverable by the scheme employer and therefore a nil asset/liability is recognised in these accounts with an asset ceiling being applied.

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**22. EMPLOYEE BENEFIT OBLIGATIONS - continued**

The amounts recognised in the Statement of Financial Activities are as follows:

	Defined benefit pension plans	
	31.3.25	31.3.24
	£	£
Current service cost	104,000	104,000
Net interest from net defined benefit asset/liability	(153,000)	(115,000)
Past service cost	-	-
	<u>(49,000)</u>	<u>(11,000)</u>
Actual return on plan assets	<u>520,000</u>	<u>472,000</u>

Changes in the present value of the defined benefit obligation are as follows:

	Defined benefit pension plans	
	31.3.25	31.3.24
	£	£
Opening defined benefit obligation	7,461,000	7,970,000
Current service cost	104,000	104,000
Contributions by scheme participants	43,000	41,000
Interest cost	367,000	357,000
Benefits paid	(157,000)	(228,000)
Remeasurements:		
Actuarial (gains)/losses from changes in demographic assumptions	(17,000)	(81,000)
Actuarial (gains)/losses from changes in financial assumptions	(1,111,000)	(201,000)
Obligations other remeasurement	<u>(14,000)</u>	<u>23,000</u>
	<u>6,676,000</u>	<u>7,985,000</u>
Cessation of scheme	-	<u>(524,000)</u>
	<u>6,676,000</u>	<u>7,461,000</u>



**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**22. EMPLOYEE BENEFIT OBLIGATIONS - continued**

Changes in the fair value of scheme assets are as follows:

	Defined benefit pension plans	
	31.3.25	31.3.24
	£	£
Opening fair value of scheme assets	10,534,000	10,541,000
Contributions by employer	38,000	27,000
Contributions by scheme participants	43,000	41,000
Expected return	520,000	472,000
Benefits paid	(157,000)	(228,000)
Admin expenses	(9,000)	(8,000)
Remeasurements:		
Return on plan assets (excluding interest income)	(334,000)	316,000
Assets other remeasurement	-	15,000
	<u>10,635,000</u>	<u>11,176,000</u>
Asset Ceiling	(3,959,000)	(3,191,000)
Cessation of scheme	-	(524,000)
	<u><u>6,676,000</u></u>	<u><u>7,461,000</u></u>

The amounts recognised in other recognised gains and losses are as follows:

	Defined benefit pension plans	
	31.3.25	31.3.24
	£	£
Actuarial (gains)/losses from changes in demographic assumptions	17,000	81,000
Actuarial (gains)/losses from changes in financial assumptions	1,111,000	201,000
Obligations other remeasurement	14,000	(23,000)
Return on plan assets (excluding interest income)	(334,000)	316,000
Assets other remeasurement	-	15,000
	<u><u>808,000</u></u>	<u><u>590,000</u></u>

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**22. EMPLOYEE BENEFIT OBLIGATIONS - continued**

The major categories of scheme assets as a percentage of total scheme assets are as follows:

	Defined benefit pension plans	
	31.3.25	31.3.24
Equities	65.00%	69.00%
Bonds	17.50%	15.00%
Property	15.00%	15.00%
Cash	2.50%	1.00%
	<u>100.00%</u>	<u>100.00%</u>

Principal actuarial assumptions at the Balance Sheet date (expressed as weighted averages):

	31.3.25	31.3.24
Discount rate	5.85%	4.95%
Future salary increases	2.90%	2.85%
Future pension increases	2.90%	2.85%

Amounts for the current and previous four periods are as follows:

	2025	2024	2023	2022	2021
<b>Defined benefit pension plans</b>					
Defined benefit obligation	(6,676,000)	(7,461,000)	(7,970,000)	(11,799,000)	(12,133,000)
Fair value of scheme assets	6,676,000	7,461,000	10,541,000	11,079,000	10,016,000
(Deficit)surplus	-	-	2,571,000	(720,000)	(2,117,000)

**Sensitivity Analysis**

Changes in assumptions at 31 March 2025	Approx. % Increase to Employer Liability	Approximate Monetary Amount (£)
0.1% decrease in Real Discount Rate	1.72%	115,000
0.1% increase in Salary Increase Rate	0.09%	6,000
0.1% increase in the Pension Increase Rate	1.63%	109,000

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**23. CAPITAL COMMITMENTS**

As at 31 March 2025 there was capital expenditure authorised by the senior leadership team but not contracted for of £68,491 (2024: £32,295).

**24. RELATED PARTY DISCLOSURES**

The Charity has a very close relationship with Lewes District Council, however it is not considered to be a related party due to the control criteria not being met.

The Charity engaged in transactions with an entity in which it has joint control over, Hillbrow Health and Wellbeing Limited which was incorporated on 15 May 2024. The Charity received central services income of £84,354, interest receivable of £12,954 and made £2,604 of payments. The Charity also issued working capital to the entity via a loan draw down of £200,000, with the outstanding balance owed to the Charity at the year-end of £205,967, including unpaid interest of £5,967. The operational net debtor owed to the charity at the year-end was £54,594.

A member of the Key Management Personnel, Neil Harrison, had a family connection with several employees at Wave Active Limited. The employees were remunerated during 2024/25 as follows:

	31.3.25	31.3.24
	£	£
S Harrison	2,746	3,137
A Harrison	3,521	3,865
J Harrison	470	1,002
M Harrison	-	181

Another member of the Key Management Personnel, Deborah Pollard, had a family connection with an employee at Wave Active Limited. The employee was remunerated during 2024/25 as follows:

	31.3.25	31.3.24
	£	£
T Witts	7,525	5,004

One final member of the Key Management Personnel, Duncan Kerr, had a family connection with an employee at Wave Active Limited. The employee was remunerated during 2024/25 as follows:

	31.3.25	31.3.24
	£	£
E Clarke	519	499

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2025**

**25. ULTIMATE CONTROLLING PARTY**

There is no ultimate controlling party. The Board of Trustees and the management team are responsible for the strategic and operational decisions of the charity.