

THE CIRCLE BRIGHTON LIMITED

England & Wales · Charity number 1146117

Details

Other names SMILE2LIVE LTD, THE HAPPY CELL

Status Registered

Legal form Charitable company

Company number [07798719](#)

Registered 2012-02-27

Register [View on the Charity Commission register](#)

Contact

Address 55 North Street
Portslade
Brighton
BN41 1DH

Phone 01273722007

Email rachel@thecirclebrighton.com

Website <http://thecirclebrighton.com/>

Activities

Objects: THE CHARITY'S OBJECTS ("OBJECTS") ARE SPECIFICALLY RESTRICTED TO THE FOLLOWING: (1) TO PROMOTE AND PROTECT THE PHYSICAL AND MENTAL HEALTH OF SUFFERERS OF MYALGIC ENCEPHALOMYELITIS ("ME"), MULTIPLE SCLEROSIS ("MS"), DEPRESSION AND STRESS RELATED CONDITIONS IN ENGLAND AND WALES THROUGH THE PROVISION OF FINANCIAL ASSISTANCE, SUPPORT, EDUCATION AND PRACTICAL ADVICE.(2)TO ADVANCE THE EDUCATION OF THE GENERAL PUBLIC IN ALL AREAS RELATING TO MYALGIC ENCEPHALOMYELITIS ("ME") MULTIPLE SCLEROSIS ("MS"), DEPRESSION AND STRESS RELATED CONDITIONS.

Activities: TO PROMOTE AND PROTECT THE PHYSICAL AND MENTAL HEALTH OF SUFFERERS OF, AND ADVANCE THE EDUCATION OF THE GENERAL PUBLIC IN ALL AREAS RELATING TO , MYALGIC ENCEPHALOMYELITIS (ME) , MULTIPLE SCLEROSIS (MS) , DEPRESSION AND STRESS RELATED CONDITIONS IN ENGLAND AND WALES THROUGH THE PROVISION OF FINANCIAL ASSISTANCE , SUPPORT , EDUCATION AND PRACTICAL ADVICE.

Classification

- **How:** Makes Grants To Individuals, Makes Grants To Organisations, Provides Other Finance, Provides Buildings/facilities/open Space, Provides Services, Provides Advocacy/advice/information, Sponsors Or Undertakes Research
- **What:** Education/training, The Advancement Of Health Or Saving Of Lives, Accommodation/housing, Arts/culture/heritage/science, Recreation
- **Who:** People With Disabilities, Other Charities Or Voluntary Bodies, Other Defined Groups, The General Public/mankind

Geography

- Brighton And Hove
- East Sussex

Finances

Period end	Income	Expenditure	Assets	Employees
2024-10-31	£207,070	£213,738	-	-
2023-10-31	£278,756	£249,239	-	-
2022-10-31	£304,098	£342,198	-	-
2021-10-31	£295,329	£267,183	-	-
2020-10-31	£531,126	£372,713	£243,439	6

Trustees

Name	Role	Appointed
FASH GHIACI	Chair	2011-12-21
DEBBIE GHIACI		2013-07-31

THE CIRCLE BRIGHTON LIMITED

England & Wales - Charity number 1146117

Accounts

REGISTERED COMPANY NUMBER: 07798719 (England and Wales)
REGISTERED CHARITY NUMBER: 1146117

CHARITY
COMMISSION

REPORT OF THE TRUSTEES AND
UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2024
FOR
THE CIRCLE BRIGHTON LIMITED
(A COMPANY LIMITED BY GUARANTEE)

F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

THE CIRCLE BRIGHTON LIMITED

**CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2024**

	Page
Report of the Trustees	1 to 3
Independent Examiner's Report	4
Statement of Financial Activities	5
Balance Sheet	6
Cash Flow Statement	7
Notes to the Cash Flow Statement	8
Notes to the Financial Statements	9 to 15

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2024

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 October 2024. 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

Objectives and aims

Objectives

The objects of the Charity are specifically restricted to the following:

1. To promote and protect the physical and mental health of sufferers of Myalgic Encephalomyelitis ("Iv1E"), Multiple Sclerosis ("MS"), Depression and Stress related conditions in England and Wales through the provision of "Supported Living" accommodation, Functional Mobility and Fitness exercise classes, Mindfulness & Meditation sessions and practical advice and guidance.
2. To advance the education of the general public in all areas relating to Myalgic Encephalomyelitis ("Iv1E"), Multiple Sclerosis ("MS"), and all Depression and Stress related conditions.
3. To work with the homeless community to improve conditions and return the residents to integrate back into society.

Aims

In the period covered by the attached accounts to 31st October 2024, the company rented out its premises to the BHCC as we were unable to recruit staff to continue our Supported Living Project. The company continued to support people in exceptionally poor financial situations globally.

Public benefit

The Trustees certify that they have had and paid due regard to the Charity Commission's guidance on public benefit in deciding what activities the Charity should undertake.

This they believe is demonstrated in this report.

ACHIEVEMENT AND PERFORMANCE

Charitable activities

The company continued to rent out its premises to BHCC for housing homeless people.

FINANCIAL REVIEW

Financial position

The results for the year are shown in the Statement of Financial Activities and showed a deficit of £6,668 (2023: surplus £29,517). This has been deducted from the retained reserves brought forward of £263,002 to leave £256,334 to be carried forward.

Investment policy and objectives

The Memorandum of Association allows the Trustees to deposit or invest funds in any manner (but to invest only after obtaining advice from a financial expert and having regard to the suitability of investments and the need for diversification).

Reserves policy

As can be seen from the accounts the reserves are £256,334 but this is represented by fixed assets that amount to £264,501.

The level of reserves is regularly monitored by the Trustees and the Trustees are trying to increase the level of reserves in difficult times. The Trustees would consider a level of unrestricted reserves equivalent to 3 months expenditure to be appropriate to be held at any one time.

FUTURE PLANS

The charity is hoping to go back to providing a supported living facility to deal with anxiety and depression, but there are many challenges including sky rocketing building costs and shortage of labour which are delaying the program.

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2024

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

The Charity is a company limited by guarantee and is governed by its Memorandum and Articles of Association dated 5 October 2011.

The Circle Brighton Limited (previously Smile2Live Ltd) was incorporated on 5 October 2011 (registered company number 07798719). It received a charitable status on 27 February 2012 (registered charity number 1146117).

Recruitment and appointment of new trustees

The Trustees (Directors for Companies Act purposes) are listed in this report.

The first Directors shall be those persons notified to Companies House as the first Directors of the Company. The minimum number of Directors shall be one but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum.

At the first AGM all the Directors must retire from office unless by the close of the meeting the members have failed to elect sufficient Directors to hold a quorate meeting of the Directors. At each subsequent AGM one third of the Directors must retire from office.

The company may by ordinary resolution:

- a) Appoint a person who is willing to act to be a Director; and
- b) Determine the rotation in which any additional Directors are to retire.

Risk management

Trustees have examined the principal areas of the Charity's operations and considered the major risks faced in each of these areas. Risk management takes place annually by the committee.

REFERENCE AND ADMINISTRATIVE DETAILS

Registered Company number
07798719 (England and Wales)

Registered Charity number
1146117

Registered office
55 North Street
Portslade
Brighton
East Sussex
BN41 1DH

Trustees
G Bell
F Ghiaci
Mrs D Ghiaci

Independent Examiner
Christopher Robert Tyler FCA DChA FCIE
F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

Company Secretary
Mrs R Cameron

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2024

REFERENCE AND ADMINISTRATIVE DETAILS

Bankers

HSBC
Church Street
Weybridge
Surrey
KT13 8DF

STATEMENT OF TRUSTEES' RESPONSIBILITIES

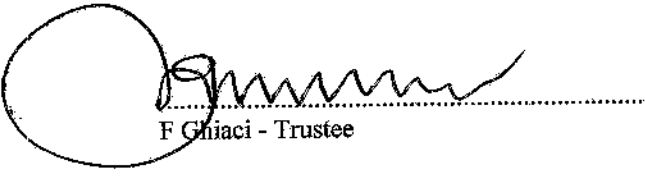
The trustees (who are also the directors of The Circle Brighton Limited for the purposes of company law) are responsible for preparing the Report of the Trustees and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year which 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 Charity 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.

The financial statements were approved on 30.05.25 and signed on its behalf by F Ghiaci:



.....
F Ghiaci - Trustee

**INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF
THE CIRCLE BRIGHTON LIMITED**

Independent examiner's report to the trustees of The Circle Brighton Limited ('the Company')

I report to the charity trustees on my examination of the accounts of the Company for the year ended 31 October 2024.

Responsibilities and basis of report

As the charity's trustees of the Company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the Company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under Section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under Section 145(5) (b) of the 2011 Act.

Independent examiner's statement

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

1. accounting records were not kept in respect of the Company as required by Section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the accounting requirements of Section 396 of the 2006 Act other than any requirement that the accounts give a true and fair view which is not a matter considered as part of an independent examination; or
4. the accounts have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities (applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



Christopher Robert Tyler FCA DChA FCIE

F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

Date: 19th June 2025

THE CIRCLE BRIGHTON LIMITED

STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 OCTOBER 2024

	Notes	2024 Unrestricted fund £	2023 Total funds £
INCOME AND ENDOWMENTS FROM			
Donations and legacies	2	21,000	4,314
Charitable activities	4		
Wellbeing programmes		24,123	54,011
Investment income	3	161,947	54,400
Other income	5	-	166,031
Total		<u>207,070</u>	<u>278,756</u>
EXPENDITURE ON			
Charitable activities	6		
Wellbeing programmes		<u>213,738</u>	<u>249,239</u>
NET INCOME/(EXPENDITURE)		(6,668)	29,517
RECONCILIATION OF FUNDS			
Total funds brought forward		263,002	233,485
TOTAL FUNDS CARRIED FORWARD		<u>256,334</u>	<u>263,002</u>

The notes form part of these financial statements

BALANCE SHEET
31 OCTOBER 2024

	Notes	2024 Unrestricted fund £	2023 Total funds £
FIXED ASSETS			
Tangible assets	12	264,501	265,591
CURRENT ASSETS			
Debtors	13	-	214
Cash at bank and in hand		2,455	8,178
		<u>2,455</u>	<u>8,392</u>
CREDITORS			
Amounts falling due within one year	14	(10,622)	(10,981)
		<u>(8,167)</u>	<u>(2,589)</u>
NET CURRENT ASSETS			
		<u>256,334</u>	<u>263,002</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			
		<u>256,334</u>	<u>263,002</u>
NET ASSETS			
		<u>256,334</u>	<u>263,002</u>
FUNDS	15		
Unrestricted funds		<u>256,334</u>	<u>263,002</u>
TOTAL FUNDS		<u>256,334</u>	<u>263,002</u>

The charitable company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 October 2024.

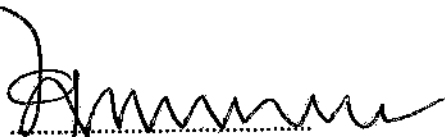
The members have not required the company to obtain an audit of its financial statements for the year ended 31 October 2024 in accordance with Section 476 of the Companies Act 2006.

The trustees acknowledge their responsibilities for

- (a) ensuring that the charitable company keeps accounting records that comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the charitable company as at the end of each financial year and of its surplus or deficit for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the charitable company.

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

The financial statements were approved by the Board of Trustees and authorised for issue on 30.05.25 and were signed on its behalf by:


.....
F Ghazi - Trustee

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED

CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2024

	Notes	2024 £	2023 £
Cash flows from operating activities			
Cash generated from operations	1	(5,674)	(121,995)
Net cash used in operating activities		<u>(5,674)</u>	<u>(121,995)</u>
Cash flows from investing activities			
Purchase of tangible fixed assets		(49)	(53,246)
Sale of tangible fixed assets		-	178,583
Net cash (used in)/provided by investing activities		<u>(49)</u>	<u>125,337</u>
Change in cash and cash equivalents in the reporting period		<u>(5,723)</u>	<u>3,342</u>
Cash and cash equivalents at the beginning of the reporting period		<u>8,178</u>	<u>4,836</u>
Cash and cash equivalents at the end of the reporting period		<u><u>2,455</u></u>	<u><u>8,178</u></u>

The notes form part of these financial statements

**NOTES TO THE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2024**

1. RECONCILIATION OF NET (EXPENDITURE)/INCOME TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2024	2023
	£	£
Net (expenditure)/income for the reporting period (as per the Statement of Financial Activities)	(6,668)	29,517
Adjustments for:		
Depreciation charges	1,139	28,833
Profit on disposal of fixed assets	-	(166,031)
Loss on disposal of investment	-	2
Decrease in debtors	214	8,059
Decrease in creditors	(359)	(22,375)
Net cash used in operations	<u>(5,674)</u>	<u>(121,995)</u>

2. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.11.23	Cash flow	At 31.10.24
	£	£	£
Net cash			
Cash at bank and in hand	<u>8,178</u>	<u>(5,723)</u>	<u>2,455</u>
	<u>8,178</u>	<u>(5,723)</u>	<u>2,455</u>
Total	<u>8,178</u>	<u>(5,723)</u>	<u>2,455</u>

The notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2024

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

The financial statements of the charitable company, which is a public benefit entity under FRS102, have been prepared in accordance with the Charities SORP (FRS102) 'Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) (effective 1 January 2019)', Financial Reporting Standard FRS102 '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.

The accounts are prepared in sterling, which is the functional currency of the charity. Monetary amounts in these financial statements are rounded to the nearest £.

The trustees/directors consider that there are no material uncertainties about the company's ability to continue as a going concern.

Preparation of consolidated financial statements

The financial statements contain information about The Circle Brighton Limited as an individual company and do not contain consolidated financial information as the parent of a group. The charity is exempt under Section 399(2A) of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

Income

All income is recognised in the Statement of Financial Activities once the charity has entitlement to the funds, it is probable that the income will be received and the amount can be measured reliably.

Expenditure

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost 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.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Tangible fixed assets

Short leasehold - Straight line over 10 years
Plant and machinery - 25% on cost
Fixtures and fittings - 25% on reducing balance
Office equipment - 25% on reducing balance

The charity does not have a de minimis level for the capitalisation of fixed assets.

Taxation

The charity is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK Corporation Tax purposes. Accordingly the charity is potentially exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Fund accounting

Unrestricted funds can be used in accordance with the charitable objectives at the discretion of the trustees.

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2024

1. ACCOUNTING POLICIES - continued

Fund accounting

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

2. DONATIONS AND LEGACIES

	2024	2023
	£	£
Donations	21,000	4,314

3. INVESTMENT INCOME

	2024	2023
	£	£
Rents received	161,947	54,400

4. INCOME FROM CHARITABLE ACTIVITIES

	2024	2023
	Wellbeing programmes	Total activities
	£	£
Wellbeing programmes	24,123	54,011

5. OTHER INCOME

	2024	2023
	£	£
Sale of goodwill and assets	-	166,031

6. CHARITABLE ACTIVITIES COSTS

	Direct Costs (see note 7)
	£
Wellbeing programmes	213,738

7. DIRECT COSTS OF CHARITABLE ACTIVITIES

	2024	2023
	£	£
Insurance	1,220	492
Light and heat	29,743	21,445
Rent	102,767	30,500
Rates	2,251	(5,427)
Wages	42,094	64,105
Food and drink	118	16,009
Post and stationery	122	236
Travelling	4,803	5,473
Repairs and renewals	3,856	8,078
Cleaning	161	1,707
Donations	17,520	58,100
Sundry expenses	1,258	2,946
Card and bank charges	63	1,305
Carried forward	205,976	204,969

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2024

7. DIRECT COSTS OF CHARITABLE ACTIVITIES - continued

	2024	2023
	£	£
Brought forward	205,976	204,969
Website development - Advertising	4,390	7,535
Accountancy	1,917	2,354
Licences	72	3,199
Subscriptions	244	533
Equipment rental	-	590
Event costs	-	59
Management services	-	1,167
Depreciation	1,139	28,833
	<u>213,738</u>	<u>249,239</u>

8. NET INCOME/(EXPENDITURE)

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

	2024	2023
	£	£
Depreciation - owned assets	1,139	28,833
Independent examination (including VAT)	1,800	1,800
	<u>1,800</u>	<u>1,800</u>

9. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 31 October 2024 nor for the year ended 31 October 2023.

Trustees' expenses

There were no trustees' expenses paid for the year ended 31 October 2024 nor for the year ended 31 October 2023.

10. STAFF COSTS

Staff costs during the year were as follows:

	2024	2023
	£	£
Wages and salaries	41,050	56,611
Employers national insurance	4,410	4,565
Employers pension contributions	1,044	5,958

The number of employees, based on headcount, during the year was 1 (2023: 4).

The charity considers its key management personnel to be the trustees. No trustee received any remuneration or benefits from the charity.

THE CIRCLE BRIGHTON LIMITED**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2024****11. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES**

	Unrestricted fund £
INCOME AND ENDOWMENTS FROM	
Donations and legacies	4,314
Charitable activities	
Wellbeing programmes	54,011
Investment income	54,400
Other income	166,031
Total	<u>278,756</u>
EXPENDITURE ON	
Charitable activities	
Wellbeing programmes	<u>249,239</u>
NET INCOME	29,517
RECONCILIATION OF FUNDS	
Total funds brought forward	233,485
TOTAL FUNDS CARRIED FORWARD	<u><u>263,002</u></u>

12. TANGIBLE FIXED ASSETS

	Short leasehold £	Plant and machinery £	Fixtures and fittings £	Office equipment £	Totals £
COST					
At 1 November 2023	383,447	23,897	12,015	970	420,329
Additions	-	-	49	-	49
At 31 October 2024	<u>383,447</u>	<u>23,897</u>	<u>12,064</u>	<u>970</u>	<u>420,378</u>
DÉPRECIATION					
At 1 November 2023	125,805	18,767	9,279	887	154,738
Charge for year	758	513	278	(410)	1,139
At 31 October 2024	<u>126,563</u>	<u>19,280</u>	<u>9,557</u>	<u>477</u>	<u>155,877</u>
NET BOOK VALUE					
At 31 October 2024	<u>256,884</u>	<u>4,617</u>	<u>2,507</u>	<u>493</u>	<u>264,501</u>
At 31 October 2023	<u>257,642</u>	<u>5,130</u>	<u>2,736</u>	<u>83</u>	<u>265,591</u>

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2024

13. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2024	2023
	£	£
Trade debtors	-	214
	<u> </u>	<u> </u>

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2024	2023
	£	£
Trade creditors	-	1,773
Social security and other taxes	682	731
VAT	1,959	496
Other creditors	6,181	6,181
Accrued expenses	1,800	1,800
	<u> </u>	<u> </u>
	<u>10,622</u>	<u>10,981</u>

15. MOVEMENT IN FUNDS

	At 1.11.23 £	Net movement in funds £	At 31.10.24 £
Unrestricted funds			
General fund	263,002	(6,668)	256,334
	<u> </u>	<u> </u>	<u> </u>
TOTAL FUNDS	<u>263,002</u>	<u>(6,668)</u>	<u>256,334</u>

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

	Incoming resources £	Resources expended £	Movement in funds £
Unrestricted funds			
General fund	207,070	(213,738)	(6,668)
	<u> </u>	<u> </u>	<u> </u>
TOTAL FUNDS	<u>207,070</u>	<u>(213,738)</u>	<u>(6,668)</u>

Comparatives for movement in funds

	At 1.11.22 £	Net movement in funds £	At 31.10.23 £
Unrestricted funds			
General fund	233,485	29,517	263,002
	<u> </u>	<u> </u>	<u> </u>
TOTAL FUNDS	<u>233,485</u>	<u>29,517</u>	<u>263,002</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2024

15. MOVEMENT IN FUNDS - continued

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

	Incoming resources £	Resources expended £	Movement in funds £
Unrestricted funds			
General fund	278,756	(249,239)	29,517
TOTAL FUNDS	<u>278,756</u>	<u>(249,239)</u>	<u>29,517</u>

16. RELATED PARTY DISCLOSURES

City Gateway Development Limited

During the year the charity paid rent of £102,767 (2023: £30,500) to City Gateway Development Limited. The charity also paid £nil (2023: £50,633) to City Gateway Development Limited for building works. At 31 October 2024, a balance of £nil (2023: £nil) was owed to City Gateway Development Limited. City Gateway Development Limited is a company controlled by F Ghiaci.

Equantra Limited

During the year the charity purchased management services of £nil (2023: £9,167) from Equantra Limited. At the time, F Ghiaci, a Trustee of The Circle Brighton Limited, was the sole director and joint shareholder of Equantra Limited.

Circle Holistic Health Clinic Limited

During the year the charity received donations of £4,316 (2023: £4,316) from Circle Holistic Health Clinic Limited. Circle Holistic Health Clinic Limited was a 100% subsidiary of The Circle Brighton Limited. Circle Holistic Health Clinic Limited ceased trade on 30 April 2023 and the balance of £3,850 that had been owed to the charity was paid back along with the share capital of £2. Circle Holistic Health Clinic Limited has since been dissolved by voluntary strike off. At 31 October 2024 a balance of £nil (2023: £nil) was owed by Circle Holistic Health Clinic Limited.

Natural Health Service Limited

As at 31 October 2024 £1,705 (2023: £1,705) was owed to Natural Health Service Limited. F Ghiaci is the sole director of this company.

F Ghiaci

As at 31 October 2024, £4,475 (2023: £4,475) was owed to F Ghiaci, a Trustee of The Circle Brighton Limited.

17. ULTIMATE CONTROLLING PARTY

The ultimate controlling parties are the directors/trustees of the company

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2024

18. SHARE CAPITAL

The company is limited by guarantee not having a share capital. In the event of the company being dissolved each member is liable up to a maximum of £10 towards the cost of dissolution and liabilities incurred by the company while he/she was a member.

19. DISSOLUTION

In the event of a dissolution of the Charity the net assets of the Charity, after all its debts and liabilities have been paid, or provision has been made for them, shall be applied or transferred in one or more of the following ways:

- a) Directly for the Objects; or
- b) By transfer to any charity or charities for purposes similar to the Objects; or
- c) To any charity or charities for use for particular purposes that fall within the Objects.

THE CIRCLE BRIGHTON LIMITED

England & Wales - Charity number 1146117

Accounts

REGISTERED COMPANY NUMBER: 07798719 (England and Wales)
REGISTERED CHARITY NUMBER: 1146117

CHARITY
COMMISSION

REPORT OF THE TRUSTEES AND
UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2023
FOR
THE CIRCLE BRIGHTON LIMITED
(A COMPANY LIMITED BY GUARANTEE)

F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

THE CIRCLE BRIGHTON LIMITED

CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2023

	Page
Report of the Trustees	1 to 3
Independent Examiner's Report	4
Statement of Financial Activities	5
Balance Sheet	6 to 7
Cash Flow Statement	8
Notes to the Cash Flow Statement	9
Notes to the Financial Statements	10 to 17

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2023

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 October 2023. 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

Objectives and aims

Objectives

The objects of the Charity are specifically restricted to the following:

1. To promote and protect the physical and mental health of sufferers of Myalgic Encephalomyelitis ("Iv1E"), Multiple Sclerosis ("MS"), Depression and Stress related conditions in England and Wales through the provision of "Supported Living" accommodation, Functional Mobility and Fitness exercise classes, Mindfulness & Meditation sessions and practical advice and guidance.
2. To advance the education of the general public in all areas relating to Myalgic Encephalomyelitis ("Iv1E"), Multiple Sclerosis ("MS"), and all Depression and Stress related conditions.
3. To work with the homeless community to improve conditions and return the residents to integrate back into society.

Aims

In the period covered by the attached accounts to 31st October 2023, the company rented out its premises to the B&HCC as we were unable to recruit staff to continue our Supported Living project. The company continued to support people in exceptionally poor financial situations globally.

Public benefit

The Trustees certify that they have had and paid due regard to the Charity Commission's guidance on public benefit in deciding what activities the Charity should undertake.

This they believe is demonstrated in this report.

ACHIEVEMENT AND PERFORMANCE

Charitable activities

Following on from last year's position on Hollingbury Golf Club, the ongoing restricting factors for carrying out the Circle's supported living programme for occupational therapy, meditative walks and other outdoor activities and the decision to dispose of the Golf Club, the Club was sold on 31st March 2023.

The company then returned to developing new areas in Portslade for delivering the supported living programme and continued to support people suffering from anxiety and stress and malnutrition globally.

FINANCIAL REVIEW

Financial position

The results for the year are shown in the Statement of Financial Activities and showed a surplus of £29,517 (2022: deficit £38,100). This has been added to the retained reserves brought forward of £233,485 to leave £263,002 to be carried forward.

Investment policy and objectives

The Memorandum of Association allows the Trustees to deposit or invest funds in any manner (but to invest only after obtaining advice from a financial expert and having regard to the suitability of investments and the need for diversification).

Reserves policy

The level of reserves is regularly monitored by the Trustees and is currently considered to be reasonable given the nature and scale of the Charity's activities. The Trustees would consider a level of unrestricted reserves equivalent to 3 months expenditure to be appropriate to be held at any one time.

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2023

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

The Charity is a company limited by guarantee and is governed by its Memorandum and Articles of Association dated 5 October 2011.

The Circle Brighton Limited (previously Smile2Live Ltd) was incorporated on 5 October 2011 (registered company number 07798719). It received a charitable status on 27 February 2012 (registered charity number 1146117).

Recruitment and appointment of new trustees

The Trustees (Directors for Companies Act purposes) are listed in this report.

The first Directors shall be those persons notified to Companies House as the first Directors of the Company. The minimum number of Directors shall be one but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum.

At the first AGM all the Directors must retire from office unless by the close of the meeting the members have failed to elect sufficient Directors to hold a quorate meeting of the Directors. At each subsequent AGM one third of the Directors must retire from office.

The company may by ordinary resolution:

- a) Appoint a person who is willing to act to be a Director; and
- b) Determine the rotation in which any additional Directors are to retire.

Risk management

Trustees have examined the principal areas of the Charity's operations and considered the major risks faced in each of these areas. Risk management takes place annually by the committee.

REFERENCE AND ADMINISTRATIVE DETAILS

Registered Company number

07798719 (England and Wales)

Registered Charity number

1146117

Registered office

55 North Street
Portslade
Brighton
East Sussex
BN41 1DH

Trustees

G Bell
F Ghiaci
Mrs D Ghiaci

Independent Examiner

Christopher Robert Tyler FCA DChA FCIE
F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

Company Secretary

Mrs R Cameron

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2023

REFERENCE AND ADMINISTRATIVE DETAILS

Bankers

HSBC
Church Street
Weybridge
Surrey
KT13 8DF

STATEMENT OF TRUSTEES' RESPONSIBILITIES

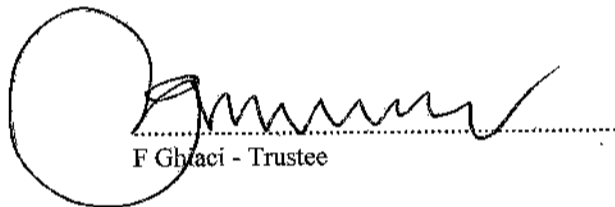
The trustees (who are also the directors of The Circle Brighton Limited for the purposes of company law) are responsible for preparing the Report of the Trustees and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year which 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 Charity 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.

The financial statements were approved on 03.07.24 and signed on its behalf by F Ghiaci:


F Ghiaci - Trustee

**INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF
THE CIRCLE BRIGHTON LIMITED**

Independent examiner's report to the trustees of The Circle Brighton Limited ('the Company')

I report to the charity trustees on my examination of the accounts of the Company for the year ended 31 October 2023.

Responsibilities and basis of report

As the charity's trustees of the Company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the Company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under Section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under Section 145(5) (b) of the 2011 Act.

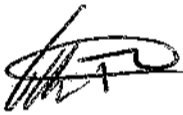
Independent examiner's statement

Since your charity's gross income exceeded £250,000 your examiner must be a member of a listed body. I can confirm that I am qualified to undertake the examination because I am a member of the Institute of Chartered Accountants in England and Wales, which is one of the listed bodies.

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

1. accounting records were not kept in respect of the Company as required by Section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the accounting requirements of Section 396 of the 2006 Act other than any requirement that the accounts give a true and fair view which is not a matter considered as part of an independent examination; or
4. the accounts have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities (applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



Christopher Robert Tyler FCA DChA FCIE

F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

Date: 14 July 2024.....

THE CIRCLE BRIGHTON LIMITED

STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 OCTOBER 2023

	Notes	2023 Unrestricted fund £	2022 Total funds £
INCOME AND ENDOWMENTS FROM			
Donations and legacies	2	4,314	18,231
Charitable activities	4		
Wellbeing programmes		54,011	245,354
Investment income	3	54,400	31,350
Other income	5	166,031	9,163
Total		<u>278,756</u>	<u>304,098</u>
EXPENDITURE ON			
Charitable activities	6		
Wellbeing programmes		249,239	342,198
NET INCOME/(EXPENDITURE)		29,517	(38,100)
RECONCILIATION OF FUNDS			
Total funds brought forward		233,485	271,585
TOTAL FUNDS CARRIED FORWARD		<u>263,002</u>	<u>233,485</u>

The notes form part of these financial statements

BALANCE SHEET
31 OCTOBER 2023

	Notes	2023 Unrestricted fund £	2022 Total funds £
FIXED ASSETS			
Tangible assets	12	265,591	253,733
Investments	13	-	2
		<hr/>	<hr/>
		265,591	253,735
CURRENT ASSETS			
Debtors	14	214	8,270
Cash at bank and in hand		8,178	4,836
		<hr/>	<hr/>
		8,392	13,106
CREDITORS			
Amounts falling due within one year	15	(10,981)	(33,356)
		<hr/>	<hr/>
NET CURRENT ASSETS		(2,589)	(20,250)
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES		263,002	233,485
		<hr/>	<hr/>
NET ASSETS		263,002	233,485
		<hr/>	<hr/>
FUNDS	16		
Unrestricted funds		263,002	233,485
		<hr/>	<hr/>
TOTAL FUNDS		263,002	233,485
		<hr/>	<hr/>

The charitable company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 October 2023.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 October 2023 in accordance with Section 476 of the Companies Act 2006.

The trustees acknowledge their responsibilities for

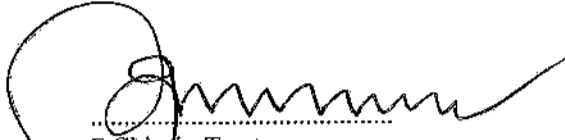
- (a) ensuring that the charitable company keeps accounting records that comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the charitable company as at the end of each financial year and of its surplus or deficit for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the charitable company.

The notes form part of these financial statements

BALANCE SHEET - continued
31 OCTOBER 2023

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

The financial statements were approved by the Board of Trustees and authorised for issue on 03.07.24 and were signed on its behalf by:


.....
F Ghiadi - Trustee

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED

CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2023

	Notes	2023 £	2022 £
Cash flows from operating activities			
Cash generated from operations	1	(121,995)	(3,465)
Net cash used in operating activities		<u>(121,995)</u>	<u>(3,465)</u>
Cash flows from investing activities			
Purchase of tangible fixed assets		(53,246)	(84)
Sale of tangible fixed assets		178,583	-
Net cash provided by/(used in) investing activities		<u>125,337</u>	<u>(84)</u>
Change in cash and cash equivalents in the reporting period		<u>3,342</u>	<u>(3,549)</u>
Cash and cash equivalents at the beginning of the reporting period		<u>4,836</u>	<u>8,385</u>
Cash and cash equivalents at the end of the reporting period		<u>8,178</u>	<u>4,836</u>

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2023

1. RECONCILIATION OF NET INCOME/(EXPENDITURE) TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2023	2022
	£	£
Net income/(expenditure) for the reporting period (as per the Statement of Financial Activities)	29,517	(38,100)
Adjustments for:		
Depreciation charges	28,833	28,098
Profit on disposal of fixed assets	(166,031)	-
Loss on disposal of investment	2	-
Decrease/(increase) in debtors	8,059	(118)
(Decrease)/increase in creditors	(22,375)	6,655
Net cash used in operations	(121,995)	(3,465)

2. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.11.22	Cash flow	At 31.10.23
	£	£	£
Net cash			
Cash at bank and in hand	4,836	3,342	8,178
	<u>4,836</u>	<u>3,342</u>	<u>8,178</u>
Total	<u>4,836</u>	<u>3,342</u>	<u>8,178</u>

The notes form part of these financial statements

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

The financial statements of the charitable company, which is a public benefit entity under FRS102, have been prepared in accordance with the Charities SORP (FRS102) 'Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) (effective 1 January 2019)', Financial Reporting Standard FRS102 '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.

The accounts are prepared in sterling, which is the functional currency of the charity. Monetary amounts in these financial statements are rounded to the nearest £.

The trustees/directors consider that there are no material uncertainties about the company's ability to continue as a going concern.

Preparation of consolidated financial statements

The financial statements contain information about The Circle Brighton Limited as an individual company and do not contain consolidated financial information as the parent of a group. The charity is exempt under Section 399(2A) of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

Income

All income is recognised in the Statement of Financial Activities once the charity has entitlement to the funds, it is probable that the income will be received and the amount can be measured reliably.

Expenditure

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost 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.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Tangible fixed assets

Short leasehold - Straight line over 10 years
Plant and machinery - 25% on cost
Fixtures and fittings - 25% on reducing balance
Office equipment - 25% on reducing balance

The charity does not have a de minimis level for the capitalisation of fixed assets.

Taxation

The charity is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK Corporation Tax purposes. Accordingly the charity is potentially exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Fund accounting

Unrestricted funds can be used in accordance with the charitable objectives at the discretion of the trustees.

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2023

1. ACCOUNTING POLICIES - continued

Fund accounting

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

2. DONATIONS AND LEGACIES

	2023	2022
	£	£
Donations	4,314	15,318
Grants	-	2,913
	<u>4,314</u>	<u>18,231</u>

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

	2023	2022
	£	£
BHCC - Covid 19 Grant	-	413
BHCC - Omicron Hospitality and Leisure Grant Scheme (OHLG)	-	2,500
	<u>-</u>	<u>2,913</u>

3. INVESTMENT INCOME

	2023	2022
	£	£
Rents received	<u>54,400</u>	<u>31,350</u>

4. INCOME FROM CHARITABLE ACTIVITIES

	2023	2022
	Wellbeing programmes	Total activities
	£	£
Wellbeing programmes	<u>54,011</u>	<u>245,354</u>

5. OTHER INCOME

	2023	2022
	£	£
Other income	-	9,163
Sale of goodwill and assets	166,031	-
	<u>166,031</u>	<u>9,163</u>

THE CIRCLE BRIGHTON LIMITED**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2023****6. CHARITABLE ACTIVITIES COSTS**

	Direct Costs (see note 7) £
Wellbeing programmes	249,239

7. DIRECT COSTS OF CHARITABLE ACTIVITIES

	2023 £	2022 £
Insurance	492	1,815
Light and heat	21,445	34,659
Rent	30,500	-
Rates	(5,427)	23,445
Wages	64,105	93,327
Food and drink	16,009	66,943
Post and stationery	236	642
Travelling	5,473	6,162
Repairs and renewals	8,078	19,534
Cleaning	1,707	5,715
Donations	58,100	430
Sundry expenses	2,946	3,177
Card and bank charges	1,305	4,395
Website development - Advertising	7,535	7,428
Accountancy	2,354	3,958
Licences	3,199	393
Subscriptions	533	507
Equipment rental	590	849
Event costs	59	3,742
Management services	1,167	36,979
Depreciation	28,833	28,098
	<u>249,239</u>	<u>342,198</u>

8. NET INCOME/(EXPENDITURE)

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

	2023 £	2022 £
Depreciation - owned assets	28,833	28,097
Independent examination (including VAT)	<u>1,800</u>	<u>1,680</u>

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2023

9. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 31 October 2023 nor for the year ended 31 October 2022.

Trustees' expenses

There were no trustees' expenses paid for the year ended 31 October 2023 nor for the year ended 31 October 2022.

10. STAFF COSTS

Staff costs during the year were as follows:

	2023	2022
	£	£
Wages and salaries	56,611	90,758
Employers national insurance	4,565	5,288
Employers pension contributions	5,958	1,382

The number of employees, based on headcount, during the year was 4 (2022: 6).

The charity considers its key management personnel to be the trustees. No trustee received any remuneration or benefits from the charity.

11. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES

	Unrestricted fund £
INCOME AND ENDOWMENTS FROM	
Donations and legacies	18,231
Charitable activities	
Wellbeing programmes	245,354
Investment income	31,350
Other income	9,163
Total	<u>304,098</u>
EXPENDITURE ON	
Charitable activities	
Wellbeing programmes	<u>342,198</u>
NET INCOME/(EXPENDITURE)	(38,100)
RECONCILIATION OF FUNDS	
Total funds brought forward	271,585
TOTAL FUNDS CARRIED FORWARD	<u><u>233,485</u></u>

THE CIRCLE BRIGHTON LIMITED**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2023****12. TANGIBLE FIXED ASSETS**

	Short leasehold £	Plant and machinery £	Fixtures and fittings £	Office equipment £	Totals £
COST					
At 1 November 2022	338,935	35,671	13,528	3,929	392,063
Additions	50,769	1,835	-	642	53,246
Disposals	(6,257)	(13,609)	(1,513)	(3,601)	(24,980)
At 31 October 2023	<u>383,447</u>	<u>23,897</u>	<u>12,015</u>	<u>970</u>	<u>420,329</u>
DEPRECIATION					
At 1 November 2022	101,707	24,258	9,457	2,910	138,332
Charge for year	25,563	1,710	913	647	28,833
Eliminated on disposal	(1,465)	(7,201)	(1,091)	(2,670)	(12,427)
At 31 October 2023	<u>125,805</u>	<u>18,767</u>	<u>9,279</u>	<u>887</u>	<u>154,738</u>
NET BOOK VALUE					
At 31 October 2023	<u>257,642</u>	<u>5,130</u>	<u>2,736</u>	<u>83</u>	<u>265,591</u>
At 31 October 2022	<u>237,228</u>	<u>11,413</u>	<u>4,071</u>	<u>1,019</u>	<u>253,731</u>

13. FIXED ASSET INVESTMENTS

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:

Circle Holistic Health Clinic Limited

Registered office: 55 North Street, Portslade, Brighton, BN41 1DH

Nature of business: Holistic health

Class of share:	% holding	2023	31.10.22
		£	£
Ordinary	100		
Aggregate capital and reserves		-	1,066
Profit for the year		-	8,816
		<u>-</u>	<u>9,882</u>

The investment in Circle Holistic Health Clinic Limited was disposed of during the year.

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2023

14. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2023	2022
	£	£
Trade debtors	214	1,720
Other debtors	-	4,050
Prepayments and accrued income	-	2,500
	<u>214</u>	<u>8,270</u>

15. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2023	2022
	£	£
Trade creditors	1,772	9,607
Social security and other taxes	731	648
VAT	497	4,610
Other creditors	6,181	16,691
Accrued expenses	1,800	1,800
	<u>10,981</u>	<u>33,356</u>

16. MOVEMENT IN FUNDS

	At 1.11.22 £	Net movement in funds £	At 31.10.23 £
Unrestricted funds			
General fund	233,485	29,517	263,002
	<u>233,485</u>	<u>29,517</u>	<u>263,002</u>

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

	Incoming resources £	Resources expended £	Movement in funds £
Unrestricted funds			
General fund	278,756	(249,239)	29,517
	<u>278,756</u>	<u>(249,239)</u>	<u>29,517</u>

Comparatives for movement in funds

	At 1.11.21 £	Net movement in funds £	At 31.10.22 £
Unrestricted funds			
General fund	271,585	(38,100)	233,485
	<u>271,585</u>	<u>(38,100)</u>	<u>233,485</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2023**

16. MOVEMENT IN FUNDS - continued

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

	Incoming resources £	Resources expended £	Movement in funds £
Unrestricted funds			
General fund	304,098	(342,198)	(38,100)
TOTAL FUNDS	<u>304,098</u>	<u>(342,198)</u>	<u>(38,100)</u>

17. RELATED PARTY DISCLOSURES

City Gateway Limited

During the year the charity paid rent of £30,500 (2022: £nil) to City Gateway Development Limited. The charity also refunded £50,633 (2022: £nil) to City Gateway Development Limited in respect of previously carried out building works by that company on the sale of Hollingbury Golf Club. At 31 October 2023, a balance of £120 (2022: £nil) was owed to City Gateway Development Limited. City Gateway Development Limited is a company controlled by F Ghiaci.

Equantra Limited

During the year the charity purchased management services of £9,167 (2022: £35,500) from Equantra Limited. At the time, F Ghiaci, a Trustee of The Circle Brighton Limited, was the sole director and joint shareholder of Equantra Limited.

Circle Holistic Health Clinic Limited

During the year the charity received donations of £4,316 (2022: £15,317) from Circle Holistic Health Clinic Limited. Circle Holistic Health Clinic Limited was a 100% subsidiary of The Circle Brighton Limited. Circle Holistic Health Clinic Limited ceased trade on 30 April 2023 and the balance of £3,850 that had been owed to the charity was paid back along with the share capital of £2. Circle Holistic Health Clinic Limited has since been dissolved by voluntary strike off. At 31 October 2023 a balance of £nil (2022: £3,850) was owed by Circle Holistic Health Clinic Limited.

Natural Health Service Limited

As at 31 October 2023 £1,705 (2022: £1,705) was owed to Natural Health Service Limited. F Ghiaci is the sole director of this company.

F Ghiaci

As at 31 October 2023, £4,475 (2022: £14,695) was owed to F Ghiaci, a Trustee of The Circle Brighton Limited.

Donations were made via F Ghiaci of £58,100 from donations introduced by F Ghiaci.

Circle Events Limited

At 31 October 2023 £nil (2022: £200) was owed from Circle Events Limited, a company controlled by F Ghiaci.

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2023

18. ULTIMATE CONTROLLING PARTY

The ultimate controlling parties are the directors/trustees of the company

19. SHARE CAPITAL

The company is limited by guarantee not having a share capital. In the event of the company being dissolved each member is liable up to a maximum of £10 towards the cost of dissolution and liabilities incurred by the company while he/she was a member.

20. DISSOLUTION

In the event of a dissolution of the Charity the net assets of the Charity, after all its debts and liabilities have been paid, or provision has been made for them, shall be applied or transferred in one or more of the following ways:

- a) Directly for the Objects; or
- b) By transfer to any charity or charities for purposes similar to the Objects; or
- c) To any charity or charities for use for particular purposes that fall within the Objects.

THE CIRCLE BRIGHTON LIMITED

England & Wales - Charity number 1146117

Accounts

REGISTERED COMPANY NUMBER: 07798719 (England and Wales)
REGISTERED CHARITY NUMBER: 1146117

REPORT OF THE TRUSTEES AND
UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2022
FOR
THE CIRCLE BRIGHTON LIMITED
(A COMPANY LIMITED BY GUARANTEE)

F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

THE CIRCLE BRIGHTON LIMITED

CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2022

	Page
Report of the Trustees	1 to 3
Independent Examiner's Report	4
Statement of Financial Activities	5
Balance Sheet	6 to 7
Cash Flow Statement	8
Notes to the Cash Flow Statement	9
Notes to the Financial Statements	10 to 16

THE CIRCLE BRIGHTON LIMITED

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2022

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 October 2022. 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

Objectives and aims

Objectives

The objects of the Charity are specifically restricted to the following:

1. To promote and protect the physical and mental health of sufferers of Myalgic Encephalomyelitis ("Iv1E"), Multiple Sclerosis ("MS"), Depression and Stress related conditions in England and Wales through the provision of "Supported Living" accommodation, Functional Mobility and Fitness exercise classes, Mindfulness & Meditation sessions and practical advice and guidance.
2. To advance the education of the general public in all areas relating to Myalgic Encephalomyelitis ("Iv1E"), Multiple Sclerosis ("MS"), and all Depression and Stress related conditions.
3. To work with the homeless community to improve conditions and return the residents to integrate back into society.

Aims

In the period covered by the attached accounts to 31st October 2022, the country was recovering from the Covid pandemic which created a lot of challenges in trying to deliver our well-being programmes to the general public. However, we did attempt where possible to continue with our mission with a particular emphasis on how the mind influences one's physical as well as mental well-being and promoting the concept of mind, body and nutrition as a way of life.

Public benefit

The Trustees certify that they have had and paid due regard to the Charity Commission's guidance on public benefit in deciding what activities the Charity should undertake.

This they believe is demonstrated in this report.

ACHIEVEMENT AND PERFORMANCE

Charitable activities

The pandemic again made trading very difficult during the year and the uncertainty together with having to stop and start affected all areas of our operations.

However, in the previous period, the flat above the clubhouse was converted into a clinic with three treatment rooms, a reception and toilet facilities at Hollingbury Golf Club and the bar space on the top floor was refurbished to allow the use of the space as exercise studios. We were able to use the space for this purpose during the year under review whilst adhering to the regulations regarding social distancing and cleanliness.

Whilst it is still the charity's aim to develop new outdoor activities to enhance its ability to support clients dealing with one or a combination of mental and emotional issues such as depression, anxiety, mood swings, addictions, attention deficit, low self-esteem, lack of motivation and anger management issues, it is proving increasingly difficult to do so due to the lack of co-operation from our leaseholders for the green spaces.

The arrangements with the sub-leaseholder has continued to be a restricting factor for carrying out the Circle's supported living programme for occupational therapy, meditative walks and other outdoor activities.

Despite the additional support from the company's benefactor the decision has been made to dispose of the Golf Club and return to providing supported living facilities to B&HCC as before the pandemic.

THE CIRCLE BRIGHTON LIMITED

REPORT OF THE TRUSTEES **FOR THE YEAR ENDED 31 OCTOBER 2022**

FINANCIAL REVIEW

Financial position

The results for the year are shown in the Statement of Financial Activities and showed a deficit of £38,100 (2021: surplus £28,416). This has been deducted from the retained reserves brought forward of £271,585 to leave £233,485 to be carried forward.

Investment policy and objectives

The Memorandum of Association allows the Trustees to deposit or invest funds in any manner (but to invest only after obtaining advice from a financial expert and having regard to the suitability of investments and the need for diversification).

Reserves policy

The level of reserves is regularly monitored by the Trustees and is currently considered to be reasonable given the nature and scale of the Charity's activities. The Trustees would consider a level of unrestricted reserves equivalent to 3 months expenditure to be appropriate to be held at any one time.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

The Charity is a company limited by guarantee and is governed by its Memorandum and Articles of Association dated 5 October 2011.

The Circle Brighton Limited (previously Smile2Live Ltd) was incorporated on 5 October 2011 (registered company number 07798719). It received a charitable status on 27 February 2012 (registered charity number 1146117).

Recruitment and appointment of new trustees

The Trustees (Directors for Companies Act purposes) are listed in this report.

The first Directors shall be those persons notified to Companies House as the first Directors of the Company. The minimum number of Directors shall be one but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum.

At the first AGM all the Directors must retire from office unless by the close of the meeting the members have failed to elect sufficient Directors to hold a quorate meeting of the Directors. At each subsequent AGM one third of the Directors must retire from office.

The company may by ordinary resolution:

- a) Appoint a person who is willing to act to be a Director; and
- b) Determine the rotation in which any additional Directors are to retire.

Risk management

Trustees have examined the principal areas of the Charity's operations and considered the major risks faced in each of these areas. Risk management takes place annually by the committee.

REFERENCE AND ADMINISTRATIVE DETAILS

Registered Company number

07798719 (England and Wales)

Registered Charity number

1146117

Registered office

55 North Street
Portslade
Brighton
East Sussex
BN41 1DH

THE CIRCLE BRIGHTON LIMITED

**REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2022**

Trustees

G Bell
F Ghiaci
Mrs D Ghiaci

Independent Examiner

Christopher Robert Tyler FCA DChA FCIE
Institute of Chartered Accountants in England and Wales
F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

THE CIRCLE BRIGHTON LIMITED

Company Secretary

Mrs R Cameron
FOR THE YEAR ENDED 31 OCTOBER 2022

Bankers

HSBC
Church Street
Weybridge
Surrey
KT13 8DF

STATEMENT OF TRUSTEES' RESPONSIBILITIES

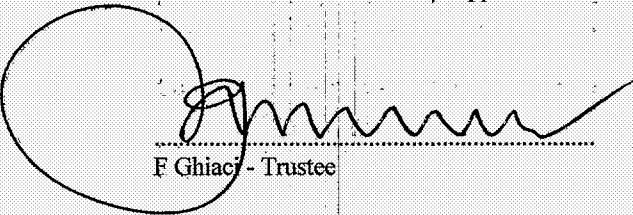
The trustees (who are also the directors of The Circle Brighton Limited for the purposes of company law) are responsible for preparing the Report of the Trustees and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year which 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 Charity 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.

The financial statements were approved on 14.07.23 and signed on its behalf by F Ghiaci:



F Ghiaci - Trustee

**INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF
THE CIRCLE BRIGHTON LIMITED**

Independent examiner's report to the trustees of The Circle Brighton Limited ('the Company')

I report to the charity trustees on my examination of the accounts of the Company for the year ended 31 October 2022.

Responsibilities and basis of report

As the charity's trustees of the Company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the Company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5) (b) of the 2011 Act.

Independent examiner's statement

Since your charity's gross income exceeded £250,000 your examiner must be a member of a listed body. I can confirm that I am qualified to undertake the examination because I am a registered member of Institute of Chartered Accountants in England and Wales which is one of the listed bodies.

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

1. accounting records were not kept in respect of the Company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a true and fair view which is not a matter considered as part of an independent examination; or
4. the accounts have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities (applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



Christopher Robert Tyler FCA DChA FCIE
Institute of Chartered Accountants in England and Wales
F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

Date: 31.10.2022

THE CIRCLE BRIGHTON LIMITED

**STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 OCTOBER 2022**

		2022 Unrestricted fund £	2021 Total funds £
INCOME AND ENDOWMENTS FROM	Notes		
Donations and legacies	2	18,231	90,005
Charitable activities			
Wellbeing programmes		245,354	101,095
Investment income	3	31,350	104,229
Other income		9,163	-
Total		<u>304,098</u>	<u>295,329</u>
EXPENDITURE ON			
Charitable activities	5		
Wellbeing programmes		342,198	267,183
NET INCOME/(EXPENDITURE)		<u>(38,100)</u>	<u>28,146</u>
RECONCILIATION OF FUNDS			
Total funds brought forward		271,585	243,439
TOTAL FUNDS CARRIED FORWARD		<u><u>233,485</u></u>	<u><u>271,585</u></u>

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED (REGISTERED NUMBER: 07798719)

BALANCE SHEET
31 OCTOBER 2022

	Notes	2022 Unrestricted fund £	2021 Total funds £
FIXED ASSETS			
Tangible assets	11	253,733	281,746
Investments	12	2	2
		<hr/>	<hr/>
		253,735	281,748
CURRENT ASSETS			
Debtors	13	8,270	8,153
Cash at bank and in hand		4,836	8,385
		<hr/>	<hr/>
		13,106	16,538
CREDITORS			
Amounts falling due within one year	14	(33,356)	(26,701)
		<hr/>	<hr/>
NET CURRENT ASSETS		(20,250)	(10,163)
TOTAL ASSETS LESS CURRENT LIABILITIES		233,485	271,585
		<hr/>	<hr/>
NET ASSETS		233,485	271,585
FUNDS	15		
Unrestricted funds		233,485	271,585
		<hr/>	<hr/>
TOTAL FUNDS		233,485	271,585
		<hr/>	<hr/>

The charitable company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 October 2022.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 October 2022 in accordance with Section 476 of the Companies Act 2006.

The trustees acknowledge their responsibilities for

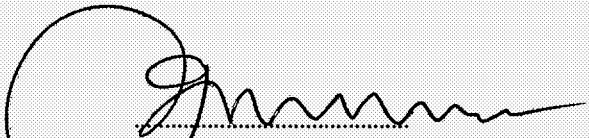
- (a) ensuring that the charitable company keeps accounting records that comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the charitable company as at the end of each financial year and of its surplus or deficit for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the charitable company.

The notes form part of these financial statements

BALANCE SHEET - continued
31 OCTOBER 2022

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

The financial statements were approved by the Board of Trustees and authorised for issue on 11.07.23 and were signed on its behalf by:



F Ghazi - Trustee

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED

**CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2022**

	Notes	2022 £	2021 £
Cash flows from operating activities			
Cash generated from operations	1	<u>(3,465)</u>	<u>80,312</u>
Net cash (used in)/provided by operating activities		<u>(3,465)</u>	<u>80,312</u>
Cash flows from investing activities			
Purchase of tangible fixed assets		<u>(84)</u>	<u>(86,445)</u>
Net cash used in investing activities		<u>(84)</u>	<u>(86,445)</u>
Change in cash and cash equivalents in the reporting period		<u>(3,549)</u>	<u>(6,133)</u>
Cash and cash equivalents at the beginning of the reporting period		<u>8,385</u>	<u>14,518</u>
Cash and cash equivalents at the end of the reporting period		<u><u>4,836</u></u>	<u><u>8,385</u></u>

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2022

1. RECONCILIATION OF NET (EXPENDITURE)/INCOME TO NET CASH FLOW FROM OPERATING ACTIVITIES

	2022	2021
	£	£
Net (expenditure)/income for the reporting period (as per the Statement of Financial Activities)	(38,100)	28,146
Adjustments for:		
Depreciation charges	28,098	41,201
(Increase)/decrease in debtors	(118)	27,733
Increase/(decrease) in creditors	6,655	(16,768)
Net cash (used in)/provided by operations	<u>(3,465)</u>	<u>80,312</u>

2. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.11.21	Cash flow	At 31.10.22
	£	£	£
Net cash			
Cash at bank and in hand	8,385	(3,549)	4,836
	<u>8,385</u>	<u>(3,549)</u>	<u>4,836</u>
Total	<u>8,385</u>	<u>(3,549)</u>	<u>4,836</u>

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2022

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

The financial statements of the charitable company, which is a public benefit entity under FRS102, have been prepared in accordance with the Charities SORP (FRS102) 'Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) (effective 1 January 2019)', Financial Reporting Standard FRS102 '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.

The accounts are prepared in sterling, which is the functional currency of the charity. Monetary amounts in these financial statements are rounded to the nearest £.

The trustees/directors consider that there are no material uncertainties about the company's ability to continue as a going concern.

Preparation of consolidated financial statements

The financial statements contain information about The Circle Brighton Limited as an individual company and do not contain consolidated financial information as the parent of a group. The charity is exempt under Section 399(2A) of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

Income

All income is recognised in the Statement of Financial Activities once the charity has entitlement to the funds, it is probable that the income will be received and the amount can be measured reliably.

Expenditure

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost 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.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Tangible fixed assets

Short leasehold - Straight line over 10 years
Plant and machinery - 25% on cost
Fixtures and fittings - 25% on reducing balance
Office equipment - 25% on reducing balance

The charity does not have a de minimis level for the capitalisation of fixed assets.

Taxation

The charity is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK Corporation Tax purposes. Accordingly the charity is potentially exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Fund accounting

Unrestricted funds can be used in accordance with the charitable objectives at the discretion of the trustees.

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2022**

1. ACCOUNTING POLICIES - continued

Fund accounting

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

2. DONATIONS AND LEGACIES

	2022	2021
	£	£
Donations	15,318	10,746
Grants	2,913	79,259
	<u>18,231</u>	<u>90,005</u>

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

	2022	2021
	£	£
HMRC - JRS Grant	-	37,745
BHCC - Covid 19 Grant	413	41,514
BHCC - Omicron Hospitality and Leisure Grant Scheme (OHLG)	2,500	-
	<u>2,913</u>	<u>79,259</u>

3. INVESTMENT INCOME

	2022	2021
	£	£
Rents received	<u>31,350</u>	<u>104,229</u>

4. INCOME FROM CHARITABLE ACTIVITIES

	2022	2021
	£	£
Wellbeing programmes	245,354	101,095
Activity Wellbeing programmes		

5. CHARITABLE ACTIVITIES COSTS

Wellbeing programmes		Direct Costs (see note 6) £ <u>342,198</u>
----------------------	--	--

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2022**

6. DIRECT COSTS OF CHARITABLE ACTIVITIES

	2022	2021
	£	£
Insurance	1,815	4,498
Light and heat	34,659	32,726
Rates	23,445	9,578
Wages	93,327	94,822
Food and drink	66,943	39,029
Post and stationery	642	666
Travelling	6,162	5,302
Training	-	275
Repairs and renewals	19,534	11,536
Cleaning	5,715	3,354
Sundry expenses	3,607	6,837
Card and bank charges	4,395	2,386
Website development - Advertising	7,428	7,320
Accountancy	3,958	2,544
Licences	393	351
Subscriptions	507	207
Equipment rental	849	674
Event costs	3,742	114
Consultancy fees	-	500
Management services	36,979	3,263
Depreciation	28,098	41,201
	<u>342,198</u>	<u>267,183</u>

7. NET INCOME/(EXPENDITURE)

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

	2022	2021
	£	£
Depreciation - owned assets	28,097	41,202
Independent examination (including VAT)	<u>1,680</u>	<u>1,680</u>

8. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 31 October 2022 nor for the year ended 31 October 2021.

Trustees' expenses

There were no trustees' expenses paid for the year ended 31 October 2022 nor for the year ended 31 October 2021.

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2022**

9. STAFF COSTS

Staff costs during the year were as follows:

	2022	2021
	£	£
Wages and salaries	90,758	91,404
Employers national insurance	5,288	4,641
Employers pension contributions	1,382	1,862

The number of employees, based on headcount, during the year was 6 (2021: 6).

The charity considers its key management personnel to be the trustees. No trustee received any remuneration or benefits from the charity.

10. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES

	Unrestricted fund £
INCOME AND ENDOWMENTS FROM	
Donations and legacies	90,005
Charitable activities	
Wellbeing programmes	101,095
Investment income	104,229
Total	<u>295,329</u>
EXPENDITURE ON	
Charitable activities	
Wellbeing programmes	267,183
NET INCOME	28,146
RECONCILIATION OF FUNDS	
Total funds brought forward	243,439
TOTAL FUNDS CARRIED FORWARD	<u><u>271,585</u></u>

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2022**

11. TANGIBLE FIXED ASSETS

	Short leasehold £	Plant and machinery £	Fixtures and fittings £	Office equipment £	Totals £
COST					
At 1 November 2021	338,935	35,671	13,528	3,845	391,979
Additions	-	-	-	84	84
At 31 October 2022	<u>338,935</u>	<u>35,671</u>	<u>13,528</u>	<u>3,929</u>	<u>392,063</u>
DEPRECIATION					
At 1 November 2021	79,111	20,452	8,101	2,569	110,233
Charge for year	22,596	3,805	1,356	340	28,097
At 31 October 2022	<u>101,707</u>	<u>24,257</u>	<u>9,457</u>	<u>2,909</u>	<u>138,330</u>
NET BOOK VALUE					
At 31 October 2022	<u>237,228</u>	<u>11,414</u>	<u>4,071</u>	<u>1,020</u>	<u>253,733</u>
At 31 October 2021	<u>259,824</u>	<u>15,219</u>	<u>5,427</u>	<u>1,276</u>	<u>281,746</u>

12. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
MARKET VALUE	
At 1 November 2021 and 31 October 2022	<u>2</u>
NET BOOK VALUE	
At 31 October 2022	<u>2</u>
At 31 October 2021	<u>2</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:

Circle Holistic Health Clinic Limited

Registered office: 55 North Street, Portslade, Brighton, BN41 1DH

Nature of business: Holistic health

Class of share:	% holding	31.10.22 £	31.10.21 £
Ordinary	100		
Aggregate capital and reserves		<u>1,066</u>	<u>7,569</u>
Profit for the year		<u>8,816</u>	<u>7,317</u>

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2022**

13. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022	2021
	£	£
Trade debtors	1,720	2,824
Other debtors	4,050	4,050
Prepayments and accrued income	2,500	1,279
	<u>8,270</u>	<u>8,153</u>

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022	2021
	£	£
Trade creditors	9,607	15,079
Social security and other taxes	648	1,128
VAT	4,610	1,193
Other creditors	16,691	7,501
Accrued expenses	1,800	1,800
	<u>33,356</u>	<u>26,701</u>

15. MOVEMENT IN FUNDS

	At 1.11.21 £	Net movement in funds £	At 31.10.22 £
Unrestricted funds			
General fund	271,585	(38,100)	233,485
	<u>271,585</u>	<u>(38,100)</u>	<u>233,485</u>

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

	Incoming resources £	Resources expended £	Movement in funds £
Unrestricted funds			
General fund	304,098	(342,198)	(38,100)
	<u>304,098</u>	<u>(342,198)</u>	<u>(38,100)</u>

Comparatives for movement in funds

	At 1.11.20 £	Net movement in funds £	At 31.10.21 £
Unrestricted funds			
General fund	243,439	28,146	271,585
	<u>243,439</u>	<u>28,146</u>	<u>271,585</u>

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2022**

15. MOVEMENT IN FUNDS - continued

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

	Incoming resources £	Resources expended £	Movement in funds £
Unrestricted funds			
General fund	295,329	(267,183)	28,146
TOTAL FUNDS	<u>295,329</u>	<u>(267,183)</u>	<u>28,146</u>

16. RELATED PARTY DISCLOSURES

During the year the charity purchased management services of £35,300 (2021: £3,000) and payroll of £nil (2021: £7,500) from Equantra Limited. F Ghiaci, a Trustee of The Circle Brighton Limited, is the sole director and joint shareholder of Equantra Limited.

During the year the charity received a donation of £15,317 (2021:£10,745) from Circle Holistic Health Clinic Limited. Circle Holistic Health Clinic Limited is a 100% subsidiary of The Circle Brighton Limited..As at 31 October 2022 £3,850 (2021: £3,850) was owed from Circle Holistic Health Clinic Limited.

As at 31 October 2022 £1,705 (2021: £1,705) was owed to Natural Health Service Limited. F Ghiaci is the sole director of this company.

As at 31 October 2022 £14,695 (2021: £4,695) was owed to F Ghiaci a Trustee of The Circle Brighton Limited.

As at 31 October 2022 £200 (2021: £200) was owed from Circle Events Limited, a company controlled by F Ghiaci and Mrs D Ghiaci.

17. ULTIMATE CONTROLLING PARTY

The ultimate controlling parties are the directors/trustees of the company

18. SHARE CAPITAL

The company is limited by guarantee not having a share capital. In the event of the company being dissolved each member is liable up to a maximum of £10 towards the cost of dissolution and liabilities incurred by the company while he/she was a member.

19. DISSOLUTION

In the event of a dissolution of the Charity the net assets of the Charity, after all its debts and liabilities have been paid, or provision has been made for them, shall be applied or transferred in one or more of the following ways:

- a) Directly for the Objects; or
- b) By transfer to any charity or charities for purposes similar to the Objects; or
- c) To any charity or charities for use for particular purposes that fall within the Objects.

THE CIRCLE BRIGHTON LIMITED

England & Wales - Charity number 1146117

Accounts

REGISTERED COMPANY NUMBER: 07798719 (England and Wales)
REGISTERED CHARITY NUMBER: 1146117

CHARITY
COMMISSION

REPORT OF THE TRUSTEES AND
UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2021
FOR
THE CIRCLE BRIGHTON LIMITED
(A COMPANY LIMITED BY GUARANTEE)

F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

THE CIRCLE BRIGHTON LIMITED

CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021

	Page
Report of the Trustees	1 to 4
Independent Examiner's Report	5
Statement of Financial Activities	6
Balance Sheet	7 to 8
Cash Flow Statement	9
Notes to the Cash Flow Statement	10
Notes to the Financial Statements	11 to 18

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2021

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 October 2021. 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

Objectives and aims

Objectives

The objects of the Charity are specifically restricted to the following:

1. To promote and protect the physical and mental health of sufferers of Myalgic Encephalomyelitis ("ME"), Multiple Sclerosis ("MS"), Depression and Stress related conditions in England and Wales through the provision of "Supported Living" accommodation, Functional Mobility and Fitness exercise classes, Mindfulness & Meditation sessions and practical advice and guidance.
2. To advance the education of the general public in all areas relating to Myalgic Encephalomyelitis ("ME"), Multiple Sclerosis ("MS"), and all Depression and Stress related conditions.
3. To work with the homeless community to improve conditions and return the residents to integrate back into society.

Aims

In the period covered by the attached accounts to 31st October 2021, the company was delivering wellbeing programmes to the general public with the particular emphasis of how the mind influences one's physical as well as mental well-being and promoting the concept of mind, body and nutrition as a way of life.

Public benefit

The Trustees certify that they have had and paid due regard to the Charity Commission guidance on public benefit in deciding what activities the Charity should undertake.

This they believe is demonstrated in this report.

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2021

ACHIEVEMENT AND PERFORMANCE

Charitable activities

The pandemic made trading very difficult during the year and the uncertainty together with having to stop and start affected all areas of our operations.

However, the flat above the clubhouse was converted into a clinic with three treatments rooms, a reception and toilet facilities at Hollingbury Golf Club and the bar space on the top floor was refurbished to allow the use of the space as exercise studios. Unfortunately the space was not used for this purpose during the year under review due to social distancing restrictions.

It is still the charity's aim to develop new outdoor activities to enhance it's ability to support clients dealing with one or a combination of mental and emotional issues such as depression, anxiety, mood swings, addictions, attention deficit, low self-esteem, lack of motivation and anger management issues.

The current arrangements with the sub-leaseholder has been a restricting factor for carrying out the Circle's supported living programme for occupational therapy, meditative walks and other outdoor activities.

During the year we have:

- Improved the clubhouse so that it is now more of a community centre.
- Established a presence for the Circle Holistic Health clinic, offering a range of treatments from Osteopathy to Acupuncture, Massage and Ayurvedic remedies.
- Enhanced the kitchen substantially by changing the format and replacing all kitchen equipment.

The activities of The Circle suffered hugely as a result of the pandemic but were aided by additional support from the company's benefactor and of course the grants in respect of the enforced lockdowns.

We are currently in negotiations with B&HCC as to the future of the lease of the club which is due for renewal on 31.03.2023.

FINANCIAL REVIEW

Financial position

The results for the year are shown in the Statement of Financial Activities and showed a surplus of £28,146 (2020: £158,413). This has been added to the retained reserves brought forward of £243,439 to leave £271,585 to be carried forward.

Investment policy and objectives

The Memorandum of Association allows the Trustees to deposit or invest funds in any manner (but to invest only after obtaining advice from a financial expert and having regard to the suitability of investments and the need for diversification).

Reserves policy

The level of reserves is regularly monitored by the Trustees and is currently considered to be reasonable given the nature and scale of the Charity's activities. The Trustees would consider a level of unrestricted reserves equivalent to 3 months expenditure to be appropriate to be held at any one time.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

The Charity is a company limited by guarantee and is governed by its Memorandum and Articles of Association dated 5 October 2011.

The Circle Brighton Limited (previously Smile2Live Ltd) was incorporated on 5 October 2011 (registered company number 07798719). It received a charitable status on 27 February 2012 (registered charity number 1146117).

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2021

STRUCTURE, GOVERNANCE AND MANAGEMENT

Recruitment and appointment of new trustees

The Trustees (Directors for Companies Act purposes) are listed in this report.

The first Directors shall be those persons notified to Companies House as the first Directors of the Company. The minimum number of Directors shall be one but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum.

At the first AGM all the Directors must retire from office unless by the close of the meeting the members have failed to elect sufficient Directors to hold a quorate meeting of the Directors. At each subsequent AGM one third of the Directors must retire from office.

The company may by ordinary resolution:

- a) Appoint a person who is willing to act to be a Director; and
- b) Determine the rotation in which any additional Directors are to retire.

Risk management

Trustees have examined the principal areas of the Charity's operations and considered the major risks faced in each of these areas. Risk management takes place annually by the committee.

REFERENCE AND ADMINISTRATIVE DETAILS

Registered Company number
07798719 (England and Wales)

Registered Charity number
1146117

Registered office
Hollingbury Golf Club
Ditchling Road
Brighton
East Sussex
BN1 7HS

Trustees
G Bell
F Ghiaci
Mrs D Ghiaci

Independent Examiner
Christopher Robert Tyler FCA DChA FCIE
Institute of Chartered Accountants in England and Wales
F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

Company Secretary
Mrs R Cameron

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2021

REFERENCE AND ADMINISTRATIVE DETAILS

Bankers

HSBC

Church Street

Weybridge

Surrey

KT13 8DF

STATEMENT OF TRUSTEES' RESPONSIBILITIES


The trustees (who are also the directors of The Circle Brighton 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).

Company law requires the trustees to prepare financial statements for each financial year which 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 Charity 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.

The financial statements were approved on23.06.22..... and signed on its behalf by F Ghiaci:


.....
F Ghiaci - Trustee

**INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF
THE CIRCLE BRIGHTON LIMITED**

Independent examiner's report to the trustees of The Circle Brighton Limited (the Company')

I report to the charity trustees on my examination of the accounts of the Company for the year ended 31 October 2021.

Responsibilities and basis of report

As the charity's trustees of the Company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 (the 2006 Act).

Having satisfied myself that the accounts of the Company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under section 145 of the Charities Act 2011 (the 2011 Act). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5) (b) of the 2011 Act.

Independent examiner's statement

Since your charity's gross income exceeded £250,000 your examiner must be a member of a listed body. I can confirm that I am qualified to undertake the examination because I am a registered member of Institute of Chartered Accountants in England and Wales which is one of the listed bodies.

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

1. accounting records were not kept in respect of the Company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a true and fair view which is not a matter considered as part of an independent examination; or
4. the accounts have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities (applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



Christopher Robert Tyler FCA DChA FCIE
Institute of Chartered Accountants in England and Wales
FI CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

Date: 20th June 2022

THE CIRCLE BRIGHTON LIMITED

STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 OCTOBER 2021

	Notes	2021 Unrestricted fund £	2020 Total funds £
INCOME AND ENDOWMENTS FROM			
Donations and legacies	2	90,005	110,276
Charitable activities	4		
Wellbeing programmes		101,095	290,706
Investment income	3	104,229	130,144
Total		<u>295,329</u>	<u>531,126</u>
EXPENDITURE ON			
Charitable activities	5		
Wellbeing programmes		267,183	372,713
NET INCOME		<u>28,146</u>	<u>158,413</u>
RECONCILIATION OF FUNDS			
Total funds brought forward		<u>243,439</u>	<u>85,026</u>
TOTAL FUNDS CARRIED FORWARD		<u><u>271,585</u></u>	<u><u>243,439</u></u>

The notes form part of these financial statements

BALANCE SHEET
31 OCTOBER 2021

	Notes	2021 Unrestricted fund £	2020 Total funds £
FIXED ASSETS			
Tangible assets	11	281,746	236,502
Investments	12	2	2
		<hr/>	<hr/>
		281,748	236,504
CURRENT ASSETS			
Debtors	13	8,153	35,887
Cash at bank and in hand		8,385	14,518
		<hr/>	<hr/>
		16,538	50,405
CREDITORS			
Amounts falling due within one year	14	(26,701)	(43,470)
		<hr/>	<hr/>
NET CURRENT ASSETS		(10,163)	6,935
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES		271,585	243,439
		<hr/>	<hr/>
NET ASSETS		271,585	243,439
		<hr/>	<hr/>
FUNDS	15		
Unrestricted funds		271,585	243,439
		<hr/>	<hr/>
TOTAL FUNDS		271,585	243,439
		<hr/>	<hr/>

The charitable company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 October 2021.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 October 2021 in accordance with Section 476 of the Companies Act 2006.

The trustees acknowledge their responsibilities for

- (a) ensuring that the charitable company keeps accounting records that comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the charitable company as at the end of each financial year and of its surplus or deficit for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the charitable company.

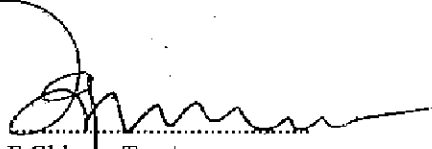
The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED (REGISTERED NUMBER: 07798719)

BALANCE SHEET - continued
31 OCTOBER 2021

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

The financial statements were approved by the Board of Trustees and authorised for issue on 23.06.22 and were signed on its behalf by:

A handwritten signature in black ink, appearing to read 'F Ghiac', is written over a horizontal dotted line. The signature is cursive and extends to the right of the line.

F Ghiac - Trustee

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED

CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2021

	Notes	2021 £	2020 £
Cash flows from operating activities			
Cash generated from operations	1	80,312	126,086
Net cash provided by operating activities		<u>80,312</u>	<u>126,086</u>
Cash flows from investing activities			
Purchase of tangible fixed assets		(86,445)	(121,370)
Sale of tangible fixed assets		-	(520)
Net cash used in investing activities		<u>(86,445)</u>	<u>(121,890)</u>
Change in cash and cash equivalents in the reporting period			
Cash and cash equivalents at the beginning of the reporting period		14,518	10,322
Cash and cash equivalents at the end of the reporting period		<u>8,385</u>	<u>14,518</u>

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2021

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

	2021 £	2020 £
Net income for the reporting period (as per the Statement of Financial Activities)	28,146	158,413
Adjustments for:		
Depreciation charges	41,201	33,337
Loss on disposal of fixed assets	-	520
Decrease/(increase) in debtors	27,733	(24,640)
Decrease in creditors	(16,768)	(41,544)
Net cash provided by operations	<u>80,312</u>	<u>126,086</u>

2. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.11.20 £	Cash flow £	At 31.10.21 £
Net cash			
Cash at bank and in hand	14,518	(6,133)	8,385
	<u>14,518</u>	<u>(6,133)</u>	<u>8,385</u>
Total	<u>14,518</u>	<u>(6,133)</u>	<u>8,385</u>

The notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2021

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

The financial statements of the charitable company, which is a public benefit entity under FRS102, have been prepared in accordance with the Charities SORP (FRS102) 'Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) (effective 1 January 2019)', Financial Reporting Standard FRS102 '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.

The accounts are prepared in sterling, which is the functional currency of the charity. Monetary amounts in these financial statements are rounded to the nearest £.

The trustees/directors consider that there are no material uncertainties about the company's ability to continue as a going concern. The trustees have taken advantage of the various sources of Government support during the COVID-19 pandemic and consider that it will not have a significant impact on the company's ability to continue trading. Income from trading activities is expected to reduce due to the lockdown conditions and steps are being taken to make cost savings. The trustees regard any impact to be short term rather than affecting the company's ability to continue as a going concern. There are no material uncertainties affecting the current year's accounts.

Preparation of consolidated financial statements

The financial statements contain information about The Circle Brighton Limited as an individual company and do not contain consolidated financial information as the parent of a group. The charity is exempt under Section 399(2A) of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

Income

All income is recognised in the Statement of Financial Activities once the charity has entitlement to the funds, it is probable that the income will be received and the amount can be measured reliably.

Expenditure

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost 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.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Tangible fixed assets

Short leasehold - Straight line over 10 years
Plant and machinery - 25% on cost
Fixtures and fittings - 25% on reducing balance
Office equipment - 25% on reducing balance

The charity does not have a de minimis level for the capitalisation of fixed assets.

Taxation

The charity is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK Corporation Tax purposes. Accordingly the charity is potentially exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Fund accounting

Unrestricted funds can be used in accordance with the charitable objectives at the discretion of the trustees.

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2021

1. ACCOUNTING POLICIES - continued

Fund accounting

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

2. DONATIONS AND LEGACIES

	2021 £	2020 £
Donations	10,746	41,979
Grants	79,259	68,297
	<u>90,005</u>	<u>110,276</u>

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

	2021 £	2020 £
HMRC - JRS Grant	37,745	42,309
Eat out to Help Out Scheme	-	988
BHCC - Covid 19 Grant	41,514	25,000
	<u>79,259</u>	<u>68,297</u>

3. INVESTMENT INCOME

	2021 £	2020 £
Rents received	<u>104,229</u>	<u>130,144</u>

4. INCOME FROM CHARITABLE ACTIVITIES

	2021 £	2020 £
Wellbeing programmes	<u>101,095</u>	<u>290,706</u>

5. CHARITABLE ACTIVITIES COSTS

	Direct Costs (see note 6) £
Wellbeing programmes	<u>267,183</u>

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2021

6. DIRECT COSTS OF CHARITABLE ACTIVITIES

	2021	2020
	£	£
Insurance	4,498	8,360
Light and heat	32,726	17,138
Rates	9,578	3,604
Wages	94,822	98,513
Instructors	-	56,841
Food and drink	39,029	32,587
Post and stationery	666	793
Travelling	5,302	5,070
Training	275	265
Repairs and renewals	11,536	43,734
Cleaning	3,354	5,197
Sundry expenses	6,837	5,658
Card and bank charges	2,386	2,283
Website development - Advertising	7,320	17,922
Accountancy	2,544	1,671
Licences	351	6,123
Subscriptions	207	4,461
Equipment rental	674	1,114
Event costs	114	12,941
Legal and professional fees	-	1,145
Consultancy fees	500	2,373
Management services	3,263	7,510
Irrecoverable VAT	-	3,289
Depreciation	41,201	33,601
Loss on sale of assets	-	520
	<u>267,183</u>	<u>372,713</u>

7. NET INCOME/(EXPENDITURE)

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

	2021	2020
	£	£
Depreciation - owned assets	41,201	33,337
Deficit on disposal of fixed assets	-	520
Independent examination (including VAT)	<u>1,680</u>	<u>1,400</u>

8. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 31 October 2021 nor for the year ended 31 October 2020.

Trustees' expenses

There were no trustees' expenses paid for the year ended 31 October 2021 nor for the year ended 31 October 2020.

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2021

9. STAFF COSTS

Staff costs during the year were as follows:

	2021 £	2020 £
Wages and salaries	91,404	83,625
Employers national insurance	4,641	4,417
Employers pension contributions	1,862	2,020

The number of employees, based on headcount, during the year was 6 (2020: 6).

The charity considers its key management personnel to be the trustees. No trustee received any remuneration or benefits from the charity.

10. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES

	Unrestricted fund £
INCOME AND ENDOWMENTS FROM	
Donations and legacies	110,276
Charitable activities	
Wellbeing programmes	290,706
Investment income	130,144
Total	531,126
EXPENDITURE ON	
Charitable activities	
Wellbeing programmes	372,713
NET INCOME	158,413
RECONCILIATION OF FUNDS	
Total funds brought forward	85,026
TOTAL FUNDS CARRIED FORWARD	243,439

THE CIRCLE BRIGHTON LIMITED**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2021****11. TANGIBLE FIXED ASSETS**

	Short leasehold £	Plant and machinery £	Fixtures and fittings £	Office equipment £	Totals £
COST					
At 1 November 2020	258,451	30,298	12,940	3,845	305,534
Additions	80,484	5,373	588	-	86,445
At 31 October 2021	338,935	35,671	13,528	3,845	391,979
DEPRECIATION					
At 1 November 2020	45,218	15,379	6,291	2,143	69,031
Charge for year	33,893	5,073	1,810	426	41,202
At 31 October 2021	79,111	20,452	8,101	2,569	110,233
NET BOOK VALUE					
At 31 October 2021	259,824	15,219	5,427	1,276	281,746
At 31 October 2020	213,233	14,919	6,649	1,702	236,503

12. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
MARKET VALUE	
At 1 November 2020 and 31 October 2021	2
NET BOOK VALUE	
At 31 October 2021	2
At 31 October 2020	2

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:

Circle Holistic Health Clinic Limited

Registered office: 55 North Street, Portslade, Brighton, BN41 1DH

Nature of business: Holistic health

Class of share:	% holding	2021 £	2020 £
Ordinary	100	7,569	10,997
Aggregate capital and reserves		7,317	10,745
Profit for the year			

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2021

13. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2021	2020
	£	£
Trade debtors	2,824	13,570
Other debtors	4,050	10,340
Prepayments and accrued income	1,279	11,977
	<u>8,153</u>	<u>35,887</u>

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2021	2020
	£	£
Trade creditors	15,079	7,314
Social security and other taxes	1,128	2,238
VAT	1,193	2,486
Other creditors	7,501	8,226
Accrued expenses	1,800	1,800
Deferred income	-	21,406
	<u>26,701</u>	<u>43,470</u>

15. MOVEMENT IN FUNDS

	At 1.11.20 £	Net movement in funds £	At 31.10.21 £
Unrestricted funds			
General fund	243,439	28,146	271,585
	<u>243,439</u>	<u>28,146</u>	<u>271,585</u>
TOTAL FUNDS			

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

	Incoming resources £	Resources expended £	Movement in funds £
Unrestricted funds			
General fund	295,329	(267,183)	28,146
	<u>295,329</u>	<u>(267,183)</u>	<u>28,146</u>
TOTAL FUNDS			

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2021

15. MOVEMENT IN FUNDS - continued

Comparatives for movement in funds

	At 1.11.19 £	Net movement in funds £	At 31.10.20 £
Unrestricted funds			
General fund	85,026	158,413	243,439
TOTAL FUNDS	<u>85,026</u>	<u>158,413</u>	<u>243,439</u>

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

	Incoming resources £	Resources expended £	Movement in funds £
Unrestricted funds			
General fund	531,126	(372,713)	158,413
TOTAL FUNDS	<u>531,126</u>	<u>(372,713)</u>	<u>158,413</u>

16. RELATED PARTY DISCLOSURES

During the year the charity purchased management services of £3,000 and payroll of £7,500 from Equantra Limited (2020: £7,510). F Ghiaci, a Trustee of The Circle Brighton Limited, is the sole director and joint shareholder of Equantra Limited.

Unrestricted donations of £nil (2020: £18,519) from F Ghiaci and £nil (2020: £10,000) from Mrs D Ghiaci both Trustees of The Circle Brighton Limited.

During the year the charity received a donation of £10,745 from Circle Holistic Health Clinic Limited. Circle Holistic Health Clinic Limited is a 100% subsidiary of The Circle Brighton Limited. As at 31 October 2021 £3,850 (2020: £3,850) was owed from Circle Holistic Health Clinic Limited.

As at 31 October 2021 £1,705 (2020: £1,705) was owed to Natural Health Service Limited. F Ghiaci is the sole director of this company.

As at 31 October 2021 £4,695 (2020: £4,695) was owed to F Ghiaci a Trustee of The Circle Brighton Limited.

As at 31 October 2021 £200 (2020: £200) was owed from Circle Events Limited, a company controlled by F Ghiaci and Mrs D Ghiaci.

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2021

17. ULTIMATE CONTROLLING PARTY

The ultimate controlling parties are the directors/trustees of the company

18. SHARE CAPITAL

The company is limited by guarantee not having a share capital. In the event of the company being dissolved each member is liable up to a maximum of £10 towards the cost of dissolution and liabilities incurred by the company while he/she was a member.

19. DISSOLUTION

In the event of a dissolution of the Charity the net assets of the Charity, after all its debts and liabilities have been paid, or provision has been made for them, shall be applied or transferred in one or more of the following ways:

- a) Directly for the Objects; or
- b) By transfer to any charity or charities for purposes similar to the Objects; or
- c) To any charity or charities for use for particular purposes that fall within the Objects.

THE CIRCLE BRIGHTON LIMITED

England & Wales - Charity number 1146117

Accounts

REGISTERED COMPANY NUMBER: 07798719 (England and Wales)
REGISTERED CHARITY NUMBER: 1146117

REPORT OF THE TRUSTEES AND
UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2020

FOR

THE CIRCLE BRIGHTON LIMITED
(A COMPANY LIMITED BY GUARANTEE)

F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

THE CIRCLE BRIGHTON LIMITED

CONTENTS OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 OCTOBER 2020

	Page
Report of the Trustees	1 to 5
Independent Examiner's Report	6
Statement of Financial Activities	7
Balance Sheet	8 to 9
Cash Flow Statement	10
Notes to the Cash Flow Statement	11
Notes to the Financial Statements	12 to 19

THE CIRCLE BRIGHTON LIMITED

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2020

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 October 2020. 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).

THE CIRCLE BRIGHTON LIMITED

REPORT OF THE TRUSTEES **FOR THE YEAR ENDED 31 OCTOBER 2020**

OBJECTIVES AND ACTIVITIES

Objectives and aims

Objectives

The objects of the Charity are specifically restricted to the following:

1. To promote and protect the physical and mental health of sufferers of Myalgic Encephalomyelitis ("ME"), Multiple Sclerosis ("MS"), Depression and Stress related conditions in England and Wales through the provision of "Supported Living" accommodation, Functional Mobility and Fitness exercise classes, Mindfulness & Meditation sessions and practical advice and guidance.
2. To advance the education of the general public in all areas relating to Myalgic Encephalomyelitis ("ME"), Multiple Sclerosis ("MS"), and all Depression and Stress related conditions.
3. To work with the homeless community to improve conditions and return the residents to integrate back into society.

Aims

In the period covered by the attached accounts to 31st October 2020, the company was delivering wellbeing programmes to the general public with the particular emphasis of how the mind influences one's physical as well as mental well-being and promoting the concept of mind, body and nutrition as a way of life.

Strategy

The long term supported living programme has been developed through working with people suffering from low-level depression, anxiety, ME and other stress related conditions as well as homeless people, teenage parents, ex drug and alcohol addicts and the long-term unemployed. The programme has improved the outcomes of the vast majority of clients who engage with the programme offered by changing their attitude towards life, and so helped them to improve their health and personal circumstances, to gain confidence and to take charge of their own lives.

Recognising the commitment required to change long established habits and recognising the challenges facing homeless people living on the street, 26 "supported living" en-suite units were created within the Well Being environment with trained and supportive personnel to further develop this successful programme and to carry out an evaluative study. The project started with the Brighton & Hove Council on 12th November 2012 and demonstrated very positive outcomes.

With the addition of the Circle Holistic Health Clinic offering a range of services including Ayurvedic consultation, Massage, Reflexology, Rahanni Healing, Acupuncture, Physiotherapy and Homeopathy we are able to deliver a unique holistic programme of preventative care as well as providing a safe haven for those in need of help following an emotional or physical challenge.

Activities

The entire operations of the company was locked down, as with the rest of the country, on 26th March 2020 which had a devastating effect on the main income stream of the company which was operating a health and well being centre through a membership programme.

The decision was made after a few months of painful deliberation that the business model of having large studio classes within confined spaces was not sustainable and therefore the operations at our North Street, Portslade site came to end on 25th June 2020.

The company made a bid to Brighton & Hove City Council in October 2019 to take a new lease on Hollingbury Golf Club as an expansion of the services and facilities open to the membership of The Circle and to develop new outdoor activities to enhance it's ability to deal clients are often dealing with one or a combination of mental and emotional issues such as depression, anxiety, mood swings, addictions, attention deficit, low self-esteem, lack of motivation and anger management issues.

The company felt that the green space at the new Hollingbury site would be of huge benefit to the residents of The Circle's supported living programme for occupational therapy, meditative walks and other outdoor activities.

THE CIRCLE BRIGHTON LIMITED

REPORT OF THE TRUSTEES **FOR THE YEAR ENDED 31 OCTOBER 2020**

In its bid, the company outlined that whilst historic golf clubs like Hollingbury provided a much-needed formal recreational activity in the open countryside, the changing pattern of leisure and viability of golf clubs, meant that many were under threat, unless they could incorporate other popular and complimentary activities to enhance and support the offering.

Circle's plan was to continue the site as a golf club and improve its standing and service to its members and participants as well as adding more complimentary and inclusive activities to guarantee its sustainability and on-going success, whilst being mindful of the need to preserve and sensitively manage the existing chalk grassland ecosystem on the scrape within the South Downs National Park.

The company's plan was to:

- Retain, improve and expand the "usable" green space and sensitively improve the existing clubhouse so that it becomes capable of being more of a community centre for open leisure and access pursuits and wellbeing within the National Park
- Establish a presence for the Circle Holistic Health clinic and offering a range of treatments from Osteopathy to Acupuncture, Massage and Ayurvedic remedies which will also be golf and lifestyle focused where required.
- Enhance the existing kitchen to provide a nutritionist based healthy menu in line with the existing programmes run at The Circle.
- Create a new use category for the public to enjoy the fantastic outdoor space as part of The Circle outdoor initiatives such as hiking, running and bootcamps.
- Introduce the "Get it Back" programme, using the open space and golf as a means of getting the over 50's out of their armchairs and into the open air.
- Use the outdoor space for a variety of positive activities, delivered to people suffering from anxiety and depression and those on suicide watch.
- Provide employment for the socially disadvantaged groups and people suffering with depression and anxiety that The Circle is currently engaged with as a part of their occupational therapy.

The company's bid was successful and the lease was finally signed on 19th March 2020 with a lease commencement date of 1st April 2020 for 3 years to 31st March 2023. The club was in full lockdown on 1st April when the keys were handed over!

For the period from 1st April to 31st October 2020 the clubhouse was mainly in lockdown with brief periods of activity. The time was used to refurbish the facilities where possible.

The activities of The Circle suffered hugely as a result of the pandemic but were aided by additional support from the company's benefactor and of course the grants in respect of the enforced lockdowns.

Public benefit

The Trustees certify that they have had and paid due regard to the Charity Commission guidance on public benefit in deciding what activities the Charity should undertake.

This they believe is demonstrated in this report.

FINANCIAL REVIEW

Financial position

The results for the year are shown in the Statement of Financial Activities and showed a surplus of £158,413 (2019: £56,867). This has been added to the retained reserves brought forward of £85,026 to leave £243,439 to be carried forward.

THE CIRCLE BRIGHTON LIMITED

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2020

FINANCIAL REVIEW

Investment policy and objectives

The Memorandum of Association allows the Trustees to deposit or invest funds in any manner (but to invest only after obtaining advice from a financial expert and having regard to the suitability of investments and the need for diversification).

Reserves policy

The level of reserves is regularly monitored by the Trustees and is currently considered to be reasonable given the nature and scale of the Charity's activities. The Trustees would consider a level of unrestricted reserves equivalent to 3 months expenditure to be appropriate to be held at any one time.

STRUCTURE, GOVERNANCE AND MANAGEMENT

Governing document

The Charity is a company limited by guarantee and is governed by its Memorandum and Articles of Association dated 5 October 2011.

The Circle Brighton Limited (previously Smile2Live Ltd) was incorporated on 5 October 2011 (registered company number 07798719). It received a charitable status on 27 February 2012 (registered charity number 1146117).

Recruitment and appointment of new trustees

The Trustees (Directors for Companies Act purposes) are listed in this report.

The first Directors shall be those persons notified to Companies House as the first Directors of the Company. The minimum number of Directors shall be one but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum.

At the first AGM all the Directors must retire from office unless by the close of the meeting the members have failed to elect sufficient Directors to hold a quorate meeting of the Directors. At each subsequent AGM one third of the Directors must retire from office.

The company may be ordinary resolution:

- a) Appoint a person who is willing to act to be a Director; and
- b) Determine the rotation in which any additional Directors are to retire.

Risk management

Trustees have examined the principal areas of the Charity's operations and considered the major risks faced in each of these areas. Risk management takes place annually by the committee.

REFERENCE AND ADMINISTRATIVE DETAILS

Registered Company number

07798719 (England and Wales)

Registered Charity number

1146117

Registered office

Hollingbury Golf Club
Ditchling Road
Brighton
East Sussex
BN1 7HS

Trustees

G Bell
F Ghiaci
Mrs D Ghiaci

THE CIRCLE BRIGHTON LIMITED

REPORT OF THE TRUSTEES
FOR THE YEAR ENDED 31 OCTOBER 2020

REFERENCE AND ADMINISTRATIVE DETAILS

Independent Examiner

Christopher Robert Tyler FCA DChA FCIE
Institute of Chartered Accountants in England and Wales
F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

Company Secretary

Mrs R Cameron

Bankers

HSBC
Church Street
Weybridge
Surrey
KT13 8DF

STATEMENT OF TRUSTEES' RESPONSIBILITIES

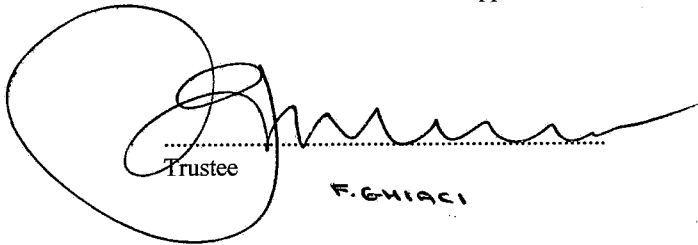
The trustees (who are also the directors of The Circle Brighton Limited for the purposes of company law) are responsible for preparing the Report of the Trustees and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the trustees to prepare financial statements for each financial year which 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 Charity 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.

The financial statements were approved on27.07.21..... and signed on its behalf by F Ghiaci:


.....
Trustee
F. GHIACI

**INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES OF
THE CIRCLE BRIGHTON LIMITED**

Independent examiner's report to the trustees of The Circle Brighton Limited ('the Company')

I report to the charity trustees on my examination of the accounts of the Company for the year ended 31 October 2020.

Responsibilities and basis of report

As the charity's trustees of the Company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the Company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5) (b) of the 2011 Act.

Independent examiner's statement

Since your charity's gross income exceeded £250,000 your examiner must be a member of a listed body. I can confirm that I am qualified to undertake the examination because I am a registered member of Institute of Chartered Accountants in England and Wales which is one of the listed bodies.

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

1. accounting records were not kept in respect of the Company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a true and fair view which is not a matter considered as part of an independent examination; or
4. the accounts have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities (applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102)).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



Christopher Robert Tyler FCA DChA FCIE
Institute of Chartered Accountants in England and Wales
F1 CRT Limited
Flat 24 Wellingtonia Court
Laine Close
Brighton
East Sussex
BN1 6TD

Date: 23rd July 2021

THE CIRCLE BRIGHTON LIMITED

STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 OCTOBER 2020

		2020 Unrestricted fund £	2019 Total funds £
INCOME AND ENDOWMENTS FROM	Notes		
Donations and legacies	2	110,276	18,000
Charitable activities	4		
Wellbeing programmes		290,706	444,532
Investment income	3	130,144	-
Total		<u>531,126</u>	<u>462,532</u>
EXPENDITURE ON			
Charitable activities	5		
Wellbeing programmes		372,713	405,665
NET INCOME		<u>158,413</u>	<u>56,867</u>
RECONCILIATION OF FUNDS			
Total funds brought forward		85,026	28,159
TOTAL FUNDS CARRIED FORWARD		<u><u>243,439</u></u>	<u><u>85,026</u></u>

The notes form part of these financial statements

BALANCE SHEET
31 OCTOBER 2020

	Notes	2020 Unrestricted fund £	2019 Total funds £
FIXED ASSETS			
Tangible assets	11	236,502	148,469
Investments	12	2	2
		<u>236,504</u>	<u>148,471</u>
CURRENT ASSETS			
Debtors	13	35,887	11,247
Cash at bank and in hand		14,518	10,322
		<u>50,405</u>	<u>21,569</u>
CREDITORS			
Amounts falling due within one year	14	(43,470)	(85,014)
		<u>6,935</u>	<u>(63,445)</u>
NET CURRENT ASSETS			
		<u>243,439</u>	<u>85,026</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			
		<u>243,439</u>	<u>85,026</u>
NET ASSETS			
		<u>243,439</u>	<u>85,026</u>
FUNDS			
Unrestricted funds	15	243,439	85,026
		<u>243,439</u>	<u>85,026</u>
TOTAL FUNDS			
		<u>243,439</u>	<u>85,026</u>

The charitable company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31 October 2020.

The members have not required the company to obtain an audit of its financial statements for the year ended 31 October 2020 in accordance with Section 476 of the Companies Act 2006.

The trustees acknowledge their responsibilities for

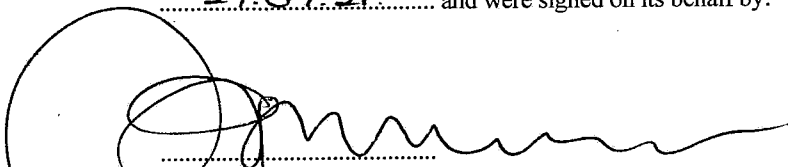
- (a) ensuring that the charitable company keeps accounting records that comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the charitable company as at the end of each financial year and of its surplus or deficit for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the charitable company.

The notes form part of these financial statements

BALANCE SHEET - continued
31 OCTOBER 2020

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

The financial statements were approved by the Board of Trustees and authorised for issue on27.07.21..... and were signed on its behalf by:



.....
Trustee
F. GHIACI

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED

**CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2020**

	Notes	2020 £	2019 £
Cash flows from operating activities			
Cash generated from operations	1	<u>126,086</u>	<u>108,042</u>
Net cash provided by operating activities		<u>126,086</u>	<u>108,042</u>
Cash flows from investing activities			
Purchase of tangible fixed assets		(121,370)	(104,591)
Purchase of fixed asset investments		-	(2)
Sale of tangible fixed assets		<u>(520)</u>	<u>-</u>
Net cash used in investing activities		<u>(121,890)</u>	<u>(104,593)</u>
Change in cash and cash equivalents in the reporting period		<u>4,196</u>	<u>3,449</u>
Cash and cash equivalents at the beginning of the reporting period		<u>10,322</u>	<u>6,873</u>
Cash and cash equivalents at the end of the reporting period		<u><u>14,518</u></u>	<u><u>10,322</u></u>

The notes form part of these financial statements

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 OCTOBER 2020**

	2020	2019
	£	£
1. RECONCILIATION OF NET INCOME TO NET CASH FLOW FROM OPERATING ACTIVITIES		
Net income for the reporting period (as per the Statement of Financial Activities)	158,413	56,867
Adjustments for:		
Depreciation charges	33,337	23,186
Loss on disposal of fixed assets	520	-
(Increase)/decrease in debtors	(24,640)	26,681
(Decrease)/increase in creditors	(41,544)	1,308
Net cash provided by operations	126,086	108,042

2. ANALYSIS OF CHANGES IN NET FUNDS

	At 1.11.19	Cash flow	At 31.10.20
	£	£	£
Net cash			
Cash at bank and in hand	10,322	4,196	14,518
	<u>10,322</u>	<u>4,196</u>	<u>14,518</u>
Total	10,322	4,196	14,518

The notes form part of these financial statements

1. ACCOUNTING POLICIES

Basis of preparing the financial statements

The financial statements of the charitable company, which is a public benefit entity under FRS102, have been prepared in accordance with the Charities SORP (FRS102) 'Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS102) (effective 1 January 2019)', Financial Reporting Standard FRS102 '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.

The accounts are prepared in sterling, which is the functional currency of the charity. Monetary amounts in these financial statements are rounded to the nearest £.

The trustees/directors consider that there are no material uncertainties about the company's ability to continue as a going concern. The trustees have taken advantage of the various sources of Government support during the COVID-19 pandemic and consider that it will not have a significant impact on the company's ability to continue trading. Income from trading activities is expected to reduce due to the lockdown conditions and steps are being taken to make cost savings. The trustees regard any impact to be short term rather than affecting the company's ability to continue as a going concern. There are no material uncertainties affecting the current year's accounts.

Preparation of consolidated financial statements

The financial statements contain information about The Circle Brighton Limited as an individual company and do not contain consolidated financial information as the parent of a group. The charity is exempt under Section 399(2A) of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

Income

All income is recognised in the Statement of Financial Activities once the charity has entitlement to the funds, it is probable that the income will be received and the amount can be measured reliably.

Expenditure

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably. Expenditure is accounted for on an accruals basis and has been classified under headings that aggregate all cost 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.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Tangible fixed assets

Short leasehold - Straight line over 10 years
Plant and machinery - 25% on cost
Fixtures and fittings - 25% on reducing balance
Office equipment - 25% on reducing balance

The charity does not have a de minimis level for the capitalisation of fixed assets.

Taxation

The charity is considered to pass the tests set out in Paragraph 1 Schedule 6 Finance Act 2010 and therefore it meets the definition of a charitable company for UK Corporation Tax purposes. Accordingly the charity is potentially exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

Fund accounting

Unrestricted funds can be used in accordance with the charitable objectives at the discretion of the trustees.

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2020**

1. ACCOUNTING POLICIES - continued

Fund accounting

Restricted funds can only be used for particular restricted purposes within the objects of the charity. Restrictions arise when specified by the donor or when funds are raised for particular restricted purposes.

Further explanation of the nature and purpose of each fund is included in the notes to the financial statements.

2. DONATIONS AND LEGACIES

	2020	2019
	£	£
Donations	41,979	18,000
Grants	68,297	-
	<u>110,276</u>	<u>18,000</u>

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

	2020	2019
	£	£
HMRC - JRS Grant	42,309	-
Eat out to Help Out Scheme	988	-
BHCC - Covid 19 Grant	25,000	-
	<u>68,297</u>	<u>-</u>

3. INVESTMENT INCOME

	2020	2019
	£	£
Rents received	130,144	-
	<u>130,144</u>	<u>-</u>

4. INCOME FROM CHARITABLE ACTIVITIES

	2020	2019
	£	£
Wellbeing programmes	290,706	444,532
	<u>290,706</u>	<u>444,532</u>

5. CHARITABLE ACTIVITIES COSTS

	Direct Costs (see note 6)
	£
Wellbeing programmes	372,713
	<u>372,713</u>

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2020**

6. DIRECT COSTS OF CHARITABLE ACTIVITIES

	2020	2019
	£	£
Insurance	8,360	8,521
Light and heat	17,138	14,493
Rates	3,604	5,986
Wages	98,513	81,565
Instructors	56,841	132,753
Food and drink	32,587	29,841
Post and stationery	793	1,532
Travelling	5,070	7,398
Training	265	1,416
Repairs and renewals	43,734	14,134
Cleaning	5,197	6,250
Sundry expenses	5,658	3,144
Card and bank charges	2,283	3,106
Website development - Advertising	17,922	15,661
Independent examination	1,671	1,800
Licences	6,123	11,662
Subscriptions	4,461	10,409
Equipment rental	1,114	1,764
Event costs	12,941	30,314
Legal and professional fees	1,145	-
Consultancy fees	2,373	330
Management services	7,510	400
Irrecoverable VAT	3,289	-
Depreciation	33,601	23,186
Loss on sale of assets	520	-
	<u>372,713</u>	<u>405,665</u>

7. NET INCOME/(EXPENDITURE)

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

	2020	2019
	£	£
Depreciation - owned assets	33,337	23,187
Deficit on disposal of fixed assets	520	-
	<u>33,857</u>	<u>23,187</u>

8. TRUSTEES' REMUNERATION AND BENEFITS

There were no trustees' remuneration or other benefits for the year ended 31 October 2020 nor for the year ended 31 October 2019.

Trustees' expenses

There were no trustees' expenses paid for the year ended 31 October 2020 nor for the year ended 31 October 2019.

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2020

9. STAFF COSTS

Staff costs during the year were as follows:

	2020	2019
	£	£
Wages and salaries	83,625	50,813
Employers national insurance	4,417	2,820
Employers pension contributions	2,020	614

The number of employees, based on headcount, during the year was 6 (2019: 3).

The charity considers its key management personnel to be the trustees. No trustee received any remuneration or benefits from the charity.

10. COMPARATIVES FOR THE STATEMENT OF FINANCIAL ACTIVITIES

	Unrestricted fund £
INCOME AND ENDOWMENTS FROM	
Donations and legacies	18,000
Charitable activities	
Wellbeing programmes	444,532
Total	462,532
EXPENDITURE ON	
Charitable activities	
Wellbeing programmes	405,665
NET INCOME	56,867
RECONCILIATION OF FUNDS	
Total funds brought forward	28,159
TOTAL FUNDS CARRIED FORWARD	85,026

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2020**

11. TANGIBLE FIXED ASSETS

	Short leasehold £	Plant and machinery £	Fixtures and fittings £	Office equipment £	Totals £
COST					
At 1 November 2019	140,408	28,497	11,414	3,845	184,164
Additions	118,043	1,801	1,526	-	121,370
At 31 October 2020	<u>258,451</u>	<u>30,298</u>	<u>12,940</u>	<u>3,845</u>	<u>305,534</u>
DEPRECIATION					
At 1 November 2019	19,376	4,443	4,286	7,590	35,695
Charge for year	25,842	4,923	2,005	567	33,337
At 31 October 2020	<u>45,218</u>	<u>9,366</u>	<u>6,291</u>	<u>8,157</u>	<u>69,032</u>
NET BOOK VALUE					
At 31 October 2020	<u>213,233</u>	<u>20,932</u>	<u>6,649</u>	<u>(4,312)</u>	<u>236,502</u>
At 31 October 2019	<u>121,032</u>	<u>24,054</u>	<u>7,128</u>	<u>(3,745)</u>	<u>148,469</u>

12. FIXED ASSET INVESTMENTS

	Shares in group undertakings £
MARKET VALUE	
At 1 November 2019 and 31 October 2020	<u>2</u>
NET BOOK VALUE	
At 31 October 2020	<u>2</u>
At 31 October 2019	<u>2</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:

Circle Holistic Health Clinic Limited

Registered office: 55 North Street, Portslade, Brighton, BN41 1DH

Nature of business: Holistic health

Class of share:	% holding	2020 £	2019 £
Ordinary	100		
Aggregate capital and reserves		10,997	252
Profit for the year		<u>10,745</u>	<u>250</u>

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2020**

13. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020	2019
	£	£
Trade debtors	13,570	3,507
Other debtors	10,340	6,290
VAT	-	1,071
Prepayments and accrued income	11,977	379
	<u>35,887</u>	<u>11,247</u>

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020	2019
	£	£
Trade creditors	7,314	62,217
Social security and other taxes	2,238	325
VAT	2,486	-
Other creditors	8,226	10,226
Loan	-	6,846
Accrued expenses	1,800	5,400
Deferred income	21,406	-
	<u>43,470</u>	<u>85,014</u>

15. MOVEMENT IN FUNDS

	At 1.11.19 £	Net movement in funds £	At 31.10.20 £
Unrestricted funds			
General fund	85,026	158,413	243,439
	<u>85,026</u>	<u>158,413</u>	<u>243,439</u>
TOTAL FUNDS	<u>85,026</u>	<u>158,413</u>	<u>243,439</u>

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

	Incoming resources £	Resources expended £	Movement in funds £
Unrestricted funds			
General fund	531,126	(372,713)	158,413
	<u>531,126</u>	<u>(372,713)</u>	<u>158,413</u>
TOTAL FUNDS	<u>531,126</u>	<u>(372,713)</u>	<u>158,413</u>

THE CIRCLE BRIGHTON LIMITED

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2020**

15. MOVEMENT IN FUNDS - continued

Comparatives for movement in funds

	At 1.11.18 £	Net movement in funds £	At 31.10.19 £
Unrestricted funds			
General fund	28,159	56,867	85,026
	<hr/>	<hr/>	<hr/>
TOTAL FUNDS	<u>28,159</u>	<u>56,867</u>	<u>85,026</u>

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

	Incoming resources £	Resources expended £	Movement in funds £
Unrestricted funds			
General fund	462,532	(405,665)	56,867
	<hr/>	<hr/>	<hr/>
TOTAL FUNDS	<u>462,532</u>	<u>(405,665)</u>	<u>56,867</u>

16. RELATED PARTY DISCLOSURES

During the year the charity purchased management services of £7,510 from Equantra Limited (2019: £nil). F Ghiaci, a Trustee of The Circle Brighton Limited, is the sole director and joint shareholder of Equantra Limited. As at 31 October 2020 £nil (2019: £38,534) was owed to Equantra Limited.

The charity received donations of £nil (2019:£18,000) from Brighton and Hove Property Management Limited. F Ghiaci, a Trustee of The Circle Brighton Limited, is a director and joint shareholder (with his wife Mrs D Ghiaci) of Brighton and Hove Property Management Limited. As at 31 October 2020 £nil (2019: £nil) was owed to Brighton and Hove Property Management Limited.

Unrestricted donations of £18,519 (2019: £nil) from F Ghiaci and £10,000 from Mrs D Ghiaci both Trustees of The Circle Brighton Limited.

During the year the charity sold stock for £538 and equipment for £10,000 to Circle Holistic Health Clinic Limited and advanced funds amounting to £3,850. All three amounts were owing at 31 October 2020. Circle Holistic Health Clinic Limited is a 100% subsidiary of The Circle Brighton Limited.

The Circle Brighton Limited paid a refund of £200 on behalf of Circle Events Limited, a company controlled by F Ghiaci and Mrs D Ghiaci. This amount was outstanding at 31 October 2020.

As at 31 October 2020 £1,705 (2019: £1,705) was owed to Natural Health Service Limited. F Ghiaci is the sole director of this company.

As at 31 October 2020 £4,695 (2019: £841) was owed to F Ghiaci a Trustee of The Circle Brighton Limited.

THE CIRCLE BRIGHTON LIMITED

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 OCTOBER 2020

17. ULTIMATE CONTROLLING PARTY

The ultimate controlling parties are the directors/trustees of the company

18. SHARE CAPITAL

The company is limited by guarantee not having a share capital. In the event of the company being dissolved each member is liable up to a maximum of £10 towards the cost of dissolution and liabilities incurred by the company while he/she was a member.

19. DISSOLUTION

In the event of a dissolution of the Charity the net assets of the Charity, after all its debts and liabilities have been paid, or provision has been made for them, shall be applied or transferred in one or more of the following ways:

- a) Directly for the Objects; or
- b) By transfer to any charity or charities for purposes similar to the Objects; or
- c) To any charity or charities for use for particular purposes that fall within the Objects.