

THE MAYFLOWER THEATRE TRUST
(A company limited by guarantee)

**THE REPORT OF THE DIRECTORS AND
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 2 April 2023**

Company Registered number: 02026445
Charity Registered number: 294745

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**THE REPORT OF THE DIRECTORS AND
CONSOLIDATED FINANCIAL STATEMENTS**
for the period ended 2 April 2023

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THE MAYFLOWER THEATRE TRUST
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REPORT OF THE DIRECTORS
For the period ended 2 April 2023

The Directors present their report and consolidated financial statements for the period from 28 March 2022 to 2 April 2023.

Reference and Administrative Details

Company Registered number:
02026445

Charity Registered number:
294745

President
I A S Gatward

Directors / Trustees:
P I Claisse (Chair)
G Allison (appointed 30th September 2022)
D M Fowler-Stevens
R Hall (appointed 30th September 2022)
J Hannides (resigned 18th November 2022)
C E Lewis
S W Pantling
R Primmer
K Romero
S Sargent (appointed 30th September 2022)
M D Smith
N J Vaughan

Members:
I A S Gatward
D Bunday
P I Claisse
S Daniells
A Farrell
J Gatward (deceased March 2023)
R Hall (appointed 30th September 2022)
C E Lewis
L J Noble
T Prentki
K Romero
M D Smith
N J Vaughan

G Allison (appointed 30th September 2022)
D Chisnall
P Daniells
U Derejko-Cooper
D M Fowler-Stevens
M Gordon
J Hannides
R Niddrie
S W Pantling
R Primmer
S Sargent (appointed 30th September 2022)
C Taylor

Company Secretary:
C Jones (resigned 28th July 2023)
H Downey (appointed 7th August 2023)

Chief Executive & Creative Director:
M D Ockwell

Auditors:
Haysmacintyre LLP
10 Queen Street Place
London EC4R 1AG

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REPORT OF THE DIRECTORS (continued)
For the period ended 2 April 2023

Reference and Administrative Details (continued)

Bankers:

Santander UK Plc
Bridle Road
Bootle
Merseyside
L30 4GB

Solicitors:

Paris Smith LLP
1 London Road
Southampton
Hampshire
SO15 2AE

Business and Registered office:

Mayflower Theatre
Empire Lane
Southampton
Hampshire
SO15 1AP

Sponsors & Partners:

Paris Smith LLP	The London Hotel	Geo Speciality Chemicals
Peter Cooper	TNG Engineering	HWB Chartered Accountants

Board of Directors

The Board of Directors throughout the period and up to the date of this report was made up as follows: -

P I Claisse (Chair)	
G Allison	(appointed 22 nd September 2022)
D M Fowler-Stevens	
R Hall	(appointed 22 nd September 2022)
J Hannides	(resigned 18 th November 2022)
C E Lewis	
S W Pantling	
R Primmer	
K Romero	
S Sargent	(appointed 22 nd September 2022)
M D Smith	
N J Vaughan	

The Board's members serve as Directors for the purposes of company law, and Trustees for the purposes of charity law. They are referred to as Directors throughout this report. They are also Members of the charity. The Board meets 4 times per year. There are the following Board sub-committees to ensure good governance:

- Audit & Governance Committee (incorporating Remuneration Committee & Bursaries Committee)
- Health & Safety Committee
- Nominations Committee

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REPORT OF THE DIRECTORS (continued)
For the period ended 2 April 2023

Structure, Governance and Management

Governing Document

Mayflower Theatre Trust (MTT) is incorporated in England and Wales as a private company limited by guarantee and registered as a charity with the Charity Commissioners under number 294745, governed by its Articles of Association. The financial statements are prepared in accordance with current statutory requirements, the governing document of MTT and the Charities SORP. The primary objectives of MTT, as defined by the Articles of Association, are the encouragement of the arts, the promotion and advancement of education and the cultivation and improvement of public education in drama, mime, opera, singing, music, dance, painting & sculpture, cinema, literature and other arts.

Appointment of Directors

Directors are nominated by the Board. The Board reviews the list of Board members annually to ensure that all skills are covered if a vacancy arises. The following criteria for all future Board members have been approved by the Audit & Governance Committee and the Board of Directors:

- Clear business sense;
- Interest in theatre;
- Time available for Board activities;
- Local/regional residence;
- Community involvement;
- Representation in one of the following skill sets: retail, finance, legal, property, I.T., or business.

In recruiting new Directors a wide-ranging and non-discriminatory approach is followed led by the Nominations Committee who are charged with not only the appointment of Directors but also succession planning.

Director Induction and Training

New Directors undergo an orientation session with the Company Secretary to brief them on their legal obligations under Charity and Company Law, the contents of the Articles of Association, the committee and decision-making processes, the three-year rolling business plan and recent financial performance of MTT. They are also issued with an induction pack. Normally new Directors will attend one or more Board meetings as an observer before being appointed. Regular training and updates on governance is undertaken throughout Directors' terms of office.

Organisation

MTT is organised so that the Directors meet regularly to direct the management of its affairs. A Chief Executive & Creative Director is appointed by the Directors to manage the day-to-day operations of MTT. To facilitate effective operations, the Chief Executive & Creative Director has the delegated authority, within terms of delegation approved by the Directors, for operational matters including Finance & Administration, Sales & Marketing, Technical Operations, Customer Operations, People & Culture, and Programming activity.

Related Parties

MTT has two wholly owned subsidiaries, Mayflower Enterprises Limited (MEL), whose principal activity is the operation of facilities on behalf of the parent, and Mayflower Productions (Southampton) Ltd (MPL), whose principal activity is theatre productions. The results of the subsidiaries for the period ended 2 April 2023 are shown in note 10.

MTT is a member, alongside 9 individuals of Mayflower Academy Ltd (MAL) t/a MAST Mayflower Studios (MAST), a registered charity. There is one common Director on the Boards of MTT and MAL. MTT provides, via a Service Level Agreement (SLA), executive management leadership and support as well as shared services including Programming, Sales, People & Culture teams, Finance management, and IT infrastructure. MAL pays for these services in line with the SLA. There are also shared services between MTT and MAL in line with the Benefits In Kind agreement. MTT and MAST collaborate where possible on activities and projects in furtherance of their respective charitable objectives.

Remuneration Policy for Key Management

The remuneration of the Chief Executive & Creative Director is agreed by the Board, following a recommendation by the Audit & Governance Committee each year, taking account of the financial performance of MTT and its subsidiaries; achievement of key performance indicators; together with benchmarking against salaries of comparable positions in the industry. The remuneration is commensurate with similar charities.

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REPORT OF THE DIRECTORS (continued)
For the period ended 2 April 2023

Introduction from the Chair

On behalf of the Board, I am delighted to report our second most successful year in terms of audience numbers, ticket sales and surplus. Our staff warmly welcomed 540,519 customers to see 379 performances over the year, having spent £22,258,342 on tickets. We are reporting a surplus of £2,138,454. This will not only enable our charitable trust to continue to provide inspiring experiences as one of the leading theatres in the country but also build on its substantial outreach work to all in our local community.

In the year we revised our strategic plan and have developed a new 3 year business plan which focuses on strategies around 4 key areas: Our People, Our Community, Our Stage and Our Venue.

Our people have been a key focus through these difficult economic times, with the pandemic followed by inflationary pressures. We were pleased to be in a position to award pay increases in April 2022, and then a special Cost of Living Payment in October 2022 recognising the impact of the significant rise in energy costs and inflation generally. We have provided staff with support on how to manage their finances; directed them to free support and advice; and encouraged active support of each other.

Like many organisations we endured high levels of staff turnover and significant recruitment challenges post Covid-19. By year end this had stabilised, and we were back to pre-Covid staffing levels. The challenge in recruiting put extra pressure on existing staff but all our teams have pulled together to deliver the outstanding results and we thank them all for their efforts. Our training and development programme delivered 18 courses across the year. We also invested in broadening training in diversity and inclusivity, which included the Leadership Team undertaking a programme called Kukura, which focusses on racial awareness, supported by Tangle Theatre. We continue to adapt our approach to recruitment to ensure we are representing the community we serve. We aim to have a diverse workforce, reflecting the community.

Challenging economic conditions were forefront in the minds of our Executive Team led by Michael Ockwell. Together they ensured, wherever possible, to secure the best deals with suppliers. We were fortunate that the energy crisis did not impact directly as we were already in contract until 2025. Nevertheless, the team have been putting in measures to reduce consumption in line with our environmental strategy. Pressure from suppliers on pricing resulted in the first price increases in our front of house operation since 2019.

We have developed our environmental strategy with the aim to reduce our carbon footprint with a target of net zero by 2030. In the year we undertook a full environmental impact audit providing us with a useful benchmark against which we can measure progress, and which enabled us to develop an informed action plan. The strategy includes recycling and reduction in consumption; environmental awareness training for staff; engaging with suppliers with sustainable working practices and products and challenging suppliers to provide sustainable products; identify opportunities to increase energy savings with LED lighting, insulation, glazing, draught exclusion and, if feasible, solar panels.

16,554 participants benefitted from our Engage programme of events as part of Our Community strategy. Our Summer Youth Project this year, *The Lightning Thief*; *The Percy Jackson Musical* gave 130 young people the opportunity to perform on our stage to 3,124 audience members, with a further 6 young people taking part in backstage roles where they supported the Technical team. Our Musical Youth Theatre group, consisting of 41 young people, was able to develop and perform *Rise & Bloom* featuring *The Other Side of the Street* in Studio 2 at MAST. We also offered 37 education workshops, tours, concerts, mock interviews and careers events with 1,181 young people taking part from schools and colleges around the region. We facilitated relaxed performances for both *The Lion King* and our pantomime, *Goldilocks and the Three Bears*, providing a supportive environment for audiences with a variety of extra needs. Alongside this, we provided signed performances on 4 different productions.

It was pleasing that we were able to present the final productions moved from 2020 as a result of the pandemic. The largest show for the year, *The Lion King*, was one of those shows moved with our loyal customers patiently waiting two years before they could finally enjoy its spectacle.

Our most attended shows were *The Lion King*, *Goldilocks and the Three Bears*, *My Fair Lady*, *Jersey Boys* and a new production of *Joseph and the Amazing Technicolor Dreamcoat*. We presented a good variety in our programme reflecting our strategic aims with ballet, opera, dance, musicals, comedy, one-night shows & concerts, pantomime, family friendly shows and even magic. Our dance programme included two visits from Matthew Bourne's company

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with *Nutcracker!* and *Sleeping Beauty*; Northern Ballet with *The Little Mermaid*; Rambert with *Peaky Blinders*; Birmingham Royal Ballet with *Swan Lake*; and English National Ballet with *Raymonda*. We were also delighted to be production partners on Tamara Rojo's final production for English National Ballet. Our association with Welsh National Opera continued with performances of *Jenufa*, *Don Giovanni*, *Madam Butterfly*, *The Makropoulos Affair*, *La Boheme*, and *Migrations*. Shows new to our stage included *Fisherman's Friends*, *Cluedo*, *Waitress*, *The Color Purple*, and *Dreamgirls*. We delighted young children with *Sooty's Magic Show* and *Milkshake Live: Monkeys Musical*.

We thank our loyal sponsors and partners Paris Smith, The London Hotel, Geo Speciality Chemicals, Peter Cooper, TNG Engineering and HWB Chartered Accountants for their continuing support. We would welcome strengthening links with other businesses in the community we serve.

I would like to thank our Directors and Company Secretary for their commitment, expertise, and hard work which ensures Mayflower Theatre will continue to be an asset to our community for future generations. I'd like to give special mention to John Hannides who retired from the Board last November after 10 years. His knowledge and expertise have been highly valued, and he will be missed. Also to Catherine Jones, our Company Secretary, who retired in August 2023 after 10 years of excellent service and support to our Board.

Paula Claisse
Chair

Objectives and Activities

The objectives of the charitable Trust are:

- the encouragement of the arts, the promotion and advancement of education and the cultivation and improvement of public education in drama, mime, opera, singing, music, dance, painting & sculpture, cinema, literature and other arts;
- the development of public appreciation of such art by the provision of a theatre and the presentation of public performances; and
- furthering the social and cultural welfare of the local community, its neighbourhood and visitors to the city.

The strategies employed to achieve MTT's objectives are to:

- present a broad range of artistic work;
- ensure that the deals with promoters are favourable to MTT and will ensure the return of a surplus at the end of the financial year;
- focus on involving young people in the arts through participation and engagement to ensure culture plays an integral part in personal development; and
- introduce activity to encourage sectors of the community to experience theatre, who may not have engaged before.

The major areas of activity are: musicals, opera, dance, drama and comedy.

Public Benefit

The Directors have had due regard to the Charity Commission's guidance on public benefit. One of our 4 focus areas in our strategic plan is Our Community which has the key objectives of:

- Grow our Engage programme to drive attendance, participation and learning to develop audiences for the future – all activity in Engage to link to the main programme

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REPORT OF THE DIRECTORS (continued)
For the period ended 2 April 2023

- Offer young people the opportunity to engage with the arts, whilst nurturing and developing skills
- Offer engagement opportunities to all schools and further education colleges, particularly targeting schools above national average Free Schools Meals and college bursaries
- Provide access to MTT's programme and heritage for all ages, enriching the experience for current theatre goers
- Establish a *Teaching Theatre* where diverse young people gain industry insights, work experience and early employment opportunities
- Prioritise the safety, comfort and security for our audiences and participants
- Work with the community to identify and encourage those who do not usually attend or participate to feel Mayflower belongs to them, addressing barriers and reaching out to communities
- Work collaboratively with local cultural organisations acting as an enabler and facilitator to the wider sector, through MAST Mayflower Studios offer a Cultural Hub for the region and wider sector support
- Be the *Theatre of Choice* for patrons and visiting companies by cultivating and captivating, diverse, enthusiastic, and loyal stakeholders

Our Engage programme had **16,554** engagements with the community during the year. Our Engage offering is provided across both Mayflower Theatre and MAST Mayflower Studios. Delivery of MTT Engage projects is often in MAST. MTT also provides services to MAST to support their community projects.

Youth

We facilitated 6 meetings of our Youth Council over the year. The group is formed from young people who attend our regular activities and ensures youth voice is part of our planning and evaluation processes.

We offered our Summer Youth Project this year, *The Lightning Thief: The Percy Jackson Musical*. 130 young people were in the cast, and it performed to 3,124 audience members on the Mayflower Theatre Stage in August. 6 young people also took part in backstage roles where they supported the Technical team.

Our weekly youth theatre sessions for musical theatre offered opportunities over the year to 3 groups of young people aged 11-18 years to develop their skills and talents in acting, singing and dancing, whilst having fun and making friends with other likeminded young people. Over the 90 sessions, we had 193 participants with 1,373 engagements across the year. We took our youth theatres to see a number of performances across Mayflower Theatre and MAST which included *Waitress*, *Cake*, *Cluedo* and *Hot in Here*.

Our Musical Youth Theatre group performed a production of *Rise & Bloom* featuring *The Other Side of the Street* in Studio 2 at MAST in February with 41 young people in the company performing to 238 audience members.

Mayflower Young Writers and Mayflower Junior Writers had a total of 582 engagements over 59 sessions. These sessions are offered in partnership with our associate spoken word company ArtfulScribe and supported by funding from Arts Council England.

Mayflower City Eye Young Film Makers continued to run in conjunction with our associate community film company City Eye, giving young people the opportunity to get involved in film making. We ran 21 sessions and saw a total of 117 engagements.

Education

We have offered 37 education workshops, tours, concerts, mock interviews and careers events with 1,181 young people taking part from schools and colleges around the region. We supported workforce development by attending 17 Career Fairs and Insight Days, engaging with 2,132 young people.

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For the period ended 2 April 2023

School groups, alternative education provision groups, youth groups and community groups were offered heavily discounted tickets to see *The Lion King* and 704 people attended the show as a result. We engaged with 3 local schools across 10 sessions as part of our Office of the Police and Crime Commissioner (OPCC) New Directions project and had 164 engagements with students across this period.

Our Southampton City Council Adult and Community Learning funded work included one-off workshops, a regular dance for older people - Mayflower Movers session, Reminiscence Café sessions and a regular Adults with Autism session - Serendipity, totalling 220 engagements. Our adult education programme also included 30 sessions with our wellbeing choir and totalled 471 engagements throughout the year.

We ran 12 CPD sessions, including the inaugural Illuminate Drama Teachers' Conference, and delivered 568 engagements.

We reached 244 students through our Mayflower Student Nights programme, a scheme designed to develop student audiences by offering reduced price tickets.

Participation

We delivered 6 holiday workshops totalling 153 engagements. Children and families explored themes of panto, space adventure, "Who Dunnit" and dance during school holiday periods throughout the year.

We ran 9 show events which included pre- and post-show talks for *Don Giovanni* and *Madam Butterfly*. We also ran 5 accessible touch tours, totalling 38 engagements for: *The Lion King*, *The Little Mermaid*, *The Color Purple*, *La Bohème*, and *Sleeping Beauty*.

We delivered 6 public tours throughout the year and ran 32 sessions with our Heritage Volunteers. These volunteers continue to work on cataloguing and digitising our archive as well as providing specific support curating materials for events.

Community

Our community outreach work continued to grow this year, as we strengthened relationships with local community groups. We were pleased to partner with the Leicester Curve and Birmingham Hippodrome to encourage new audience members, particularly those from global majority, LGBTQIA+ communities and people with health conditions or mobility challenges to join us for a performance of *The Color Purple*. This work enabled us to employ 3 community ambassadors who connected with 115 individuals who joined us for the performances in October.

This year at MAST we were able to offer a number of visual arts projects which totalled 128 engagements. This included a project support by a Dementia Friendly Grant for MAST and Mayflower Theatre's Southampton City Council Adult Learning Fund, where we worked with local charity Caraway to create a visual arts piece exploring the importance of early-stage diagnosis, and what receiving a Dementia diagnosis had meant to members of the group.

Our Family Fun Days at MAST continued; we hosted three events across the year reaching 1,030 engagements. Our October Family Fun Day was part of our *Emergency* season of work, focusing on the climate emergency. As part of this event we were pleased to also partner with Blue Apple Theatre, an inclusive company, as they performed their walkabout climate piece *Forgotten People, Forgotten Planet*. In the year we provided relaxed performances for both *The Lion King* and *Goldilocks and the Three Bears*, as well as a number of signed performances.

Feedback

We are always seeking feedback and developing our offer in response to this. Below is a small selection (names have been removed to protect privacy):

"Thank you for your endless support for my daughter, life has been really tough for her recently and she has finally found something that makes her happy and thank you for the team for being there for her and finding that love for drama"

Parent Youth Theatre participant

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"Really good to see our pupils doing things out of their comfort zone. Brilliant to see they had the courage and confidence to take part"

Teacher from participating school in The New Directions project

"I just wanted to say a massive thank you to Viv and the Engage team today giving Barton Peveril's Acting group an amazing tour and workshop. It was an incredible experience for them all and they loved it".

Teacher, Barton Peveril.

"The children hugely enjoyed the trip last week - for many it was the first time they had ever been to a theatre, so it was fantastic to be able to offer them the experience. One of our children part way through the performance: "This is MUCH better than watching telly!"

Teacher, Weston Park Primary School

"I gave the kids their invites and some of them burst into tears, many had never been to the theatre so thank you so much this is a real-life changing experience."

The Lion King £8 offer Employability & Life Skills, Saints Foundation,

"A fantastic access all areas tour - we loved exploring backstage and seeing the spectacular Mayflower Theatre in all its glory. Thank you to our guides, Will and Viv, for bringing the experience to life and taking great care of any accessibility requirements. The perfect experience for any theatre fanatic! Thank you so much!!"

Participant from public tour

"All in all I thoroughly enjoyed what would normally have been an alienating and deflating experience."

The Color Purple Touch Tour participant

"My experience was electrifyingly amazing! I had fun, did what I love and made lots of new friends!"

Percy Jackson: The Lightning Thief - Summer Youth Project participant

By far my favourite cast and show that I've done. I didn't know much about the Percy Jackson stories before I did this musical but now I find it so interesting and I've made some of my closest friends through this project. The opportunity to perform on such a huge stage where you've seen so many shows be performed is mind blowing. I always find myself smiling throughout these projects and the Mayflower Engage team make it so much better to be there. The Lightning Thief will be a core memory that I will always remember. I wish I could go back and do it again aha!

Percy Jackson: The Lightning Thief - Summer Youth Project participant

My son came home from the project last year a changed person and prioritised joining the project again this year over other activities. The project ignited a passion in him to follow musical theatre in further education.

Percy Jackson: The Lightning Thief - Summer Youth Project parent

Every day I could see a change in him. His confidence and independence grew, and he learned to cope better with his anxiety. This has stayed with him since the show, and I am so thrilled.

Percy Jackson: The Lightning Thief - Summer Youth Project parent

His confidence and enthusiasm for acting and performing grew exponentially in the 2 weeks. He also felt more confident in being independent

Percy Jackson: The Lightning Thief - Summer Youth Project parent

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REPORT OF THE DIRECTORS (continued)
For the period ended 2 April 2023

STRATEGIC REPORT

Achievements and Performance

Our Artistic Vision for MTT is key to our strategy for the coming years and in summary includes:

- maintaining the profile of Mayflower Theatre both nationally and internationally by presenting the best available productions in the theatre;
- ensuring responsible stewardship, restoration, investment in and continual upgrading of the facilities and environs of the Grade II listed building;
- ensuring financial stability by generating income from shows, hospitality and other sources including drawing, where appropriate, on external funding and by rigorous cost controls and continuous improvements in processes;
- assessing our approach to risk in the deals we are negotiating with visiting production companies to ensure we are achieving the maximum retention of ticket sales with the minimum risk to MTT;
- focusing on youth development and engagement ensuring that young people have opportunities not only to attend productions in the theatre but to appear on the Mayflower Theatre stage;
- playing a full role within the cultural sector in Southampton through advocating and offering partnership working opportunities with other arts providers.

The Board and the Senior Management Team of MTT have agreed the new strategic areas of focus: Our People, Our Stage, Our Community, and Our Venue. Brief details of which are set out under the Plans for Future Periods section on pages 15-16. We have identified a number of Key Performance Indicators (KPIs) to measure success and report on progress of our strategic objectives at each Board meeting. These include monitoring attendance, turnover, labour percentage alongside initiating a Net Promoter Score (NPS) for all productions that visit the theatre.

Financial Review

2022/23 has seen an encouraging return to the theatre after the pandemic and a year in which we have achieved very strong results. We were delighted to achieve our second highest ever attendance at 540,519, attending 379 performances, providing our highest ever Box Office income of £22,258,342, and giving us an overall surplus of £2,138,454.

The year was underpinned by a strong programme including the long-awaited return visit of *The Lion King*, postponed from September 2020. We had a further 23 shows which had been postponed from 2020 take place in the year. We had our second most successful pantomime, *Goldilocks and the Three Bears* with Jason Donovan, Richard Cadell, Faye Brookes, Adam Strong and Sooty and Sweep, for 38 performances with 61,993 in attendance. *My Fair Lady* played to an audience of 24,412 in January 2023; *Jersey Boys* returned entertaining an audience of 16,234; and a new production of *Joseph and the Amazing Technicolor Dreamcoat* starring Jason Donovan, Alexandra Burke, and Jac Yarrow playing to an audience of 16,250 in April 2022.

Our audiences enjoyed dance with two visits from Mathew Bourne's company with *Nutcracker!* and *Sleeping Beauty*; a visit from Northern Ballet with *The Little Mermaid*; Rambert's incredible new production *Peaky Blinders*; Birmingham Royal Ballet with their stunning performance of *Swan Lake*; and English National Ballet with *Raymonda*.

We enjoyed two visits from Welsh National Opera with performances of *Jenufa*, *Don Giovanni*, *Madam Butterfly*, *The Makropoulos Affair*, *La Boheme*, and *Migrations*.

Comedy was represented by the popular Alan Carr, Jimmy Carr, Stewart Lee, Henning Wehn, Sandi Toksvig and Jon Richardson along with a week long run of *Cluedo*.

Close attention has been paid to economic uncertainty and significant levels of inflation. We have been fortunate to avoid the impact of increasing energy costs as we were already contracted until 2025 when the energy crisis hit. However, we have had to remain cautious over other increasing costs with all the Leadership Team ensuring best

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value where possible in terms of spend.

As part of our ongoing planned Preventative Maintenance Programme this year we invested £133,151 into our building for works that included repointing and repair on the west elevation of the theatre building; roof repairs; spotbox refurbishment; and the rectification of drainage works which had been causing a substage water ingress.

Mayflower Enterprises Limited (a trading subsidiary of MTT) continued to see growth in its ancillary sales, a trend that started when we reopened after the pandemic. Bar sales remained the highest income stream with kiosk sales performing particularly well in year. Inflationary pressures have meant we have had to introduce our first price increases since 2019 with new prices for drinks being increased by an average 7% from March 2023. Turnover for the year was £1,681,673 with a gross profit of £1,150,611. The trading company was able to generate profits of £422,815, which has been gifted to MTT.

Mayflower Productions (Southampton) Ltd (a second trading subsidiary of MTT) has the aim of producing touring children's shows as well as producing our Summer Youth Projects. Our production of *The Lightning Thief*, *The Percy Jackson Musical* was well received by 3,124 audience members watching 130 young people perform on our stage. Overall the company had a turnover of £72,000 and has reported a loss of £12,226.

We were co-production partners on the UK tour of *Beautiful* alongside Theatre Royal Bath. The production toured for 26 weeks and received critical acclaim and helped consolidate our aim to raise the profile of Mayflower Theatre across the country.

Fundraising Performance and Approach

MTT undertakes fundraising activity to its supporters via direct mail, fundraising events, sponsorship and email in line with the Fundraising Code of Practice set by the Fundraising Regulator. We do not engage any external fundraising professionals.

Our privacy statement, which is available on our website, outlines how we treat the personal data of our customers. In our policy we state:

When you support us you can be sure of the following:

- we will never sell your contact details to anyone
- we will only contact you if you have expressed an interest in our work
- if we phone you, we will always check you are happy to take the call
- if you ask us to change how we communicate with you, or stop, we will respect that
- we do not engage in cold-calling, door to door or street fundraising
- we strive to ensure no-one ever feels pressurised to support our work
- all of our activities are open, fair, honest and legal

No complaints about our fundraising activity were received in the last year.

Our fundraising activities were limited to general donations throughout the year with £8,621 received. Our thanks to the generosity of our audiences who in many cases donated the value of their tickets instead of accepting a refund for moved or cancelled shows.

We offer a number of corporate sponsorship opportunities to businesses in our community. In this year we have had 7 organisations engage with us through this programme and we are very grateful for their support.

Reserves Policy

The Board regularly reviews the Company's Reserves Policy in line with the guidance issued by the Charity Commission.

The principal objectives of MTT are:

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- 1.1. providing for the development of the theatre by undertaking major projects to keep up to date with production/show/business/legal/regulatory developments;
- 1.2. providing, where appropriate, for investment in new productions;
- 1.3. maintaining the viability of the theatre building;
- 1.4. providing sufficient "financial comfort" during dark periods. This is a period when no show is programmed;
- 1.5. allowing for the cost of all developments in Information Technology and computerised systems within MTT and
- 1.6. providing sufficient funds within a designated bursary fund for the artistic development of local, promising young people in education within the catchment area of the theatre.

The Board also recognises the business needs to cater for a sudden but temporary loss of income and has accordingly agreed to continue the policy whereby free reserves are built to and maintained at a level which will provide sufficient funds to cover management, administration and support costs in order to secure the long term viability of MTT.

MTT had reserves at the year-end totalling £20.74 million across all funds. A description of each individual fund, and their current value, is given below:

Description of Reserves

The split of funds is shown in note 19 to the financial statements.

Restricted Funds

- The Capital Grants with a balance of £1,036,505 represents funds set aside to maintain and develop the listed building. Depreciation of £27,875 has been allocated against this fund in the year.

Designated Funds

- The Bursary Reserve of £50,000 is a fund allocated to assist local young people to pursue a career in the arts. There was one new bursary awarded this year as the scheme was halted during the pandemic and restarted in 2022/23.
- The Building Maintenance Reserve of £951,199 was set aside to cover future depreciation from a previous development of the stage, refurbishment of bars and extension of the foyer completed in August 2013. £63,153 has been allocated against the fund this year in respect of this work.
- The Building Development Reserve was set aside to cover future depreciation for the major refurbishment and connectivity projects completed in 2018. The fund currently stands at £5,348,555 with £416,583 depreciation expense having been allocated against it this year.
- The Gantry Development Building Reserve of £2,285,800 is a fund which has been set aside to cover future depreciation on the building work which took place in 2010. This involved major work to improve accessibility to the stage, as well as a new office facility. £27,662 has been allocated against the fund this year in respect of this work.
- The Education Reserve, in this year, reflects the subsidy paid in year of £29,313 to support our Engage programme and supported by funds set aside from the general reserve. In years where activity results in a surplus this is set aside in this reserve to support future work.

Unrestricted Fund

- The General Reserve represents the remaining accumulated surpluses over the years, intended to promote the objects of MTT and be available as opportunities arise. It currently stands at £11,071,794.

Free Reserves

At the year-end the 'free reserve' balance was £6,316,942 (see note 18). MTT manages its day-to-day operations through the effective management of cash and considers that its current levels of reserves and cash holdings are in

THE MAYFLOWER THEATRE TRUST
(A company limited by guarantee)

REPORT OF THE DIRECTORS (continued)
For the period ended 2 April 2023

line with expectation, which is a minimum of 6 months of overhead, whilst it strives to maintain healthy levels of 'free reserves'.

MTT is considering extensive plans to invest in further works to the theatre which will increase accessibility facilities, rehearsal space and better backstage facilities.

Principal Risks and Uncertainties

The Directors for the group have a risk management strategy which comprises:

- regular reviews of the risks MTT may face carried out by the Senior Management Team, the Audit & Governance Committee as well as the Board;
- the establishment of systems and procedures to mitigate those risks identified in the plan and;
- the implementation of procedures designed to minimise any potential impact on MTT should those risks materialise.

The Risk Registers across the group have identified 5 key risks this year which are listed below together with brief summaries of the strategies to manage these risks:

1. Ability to meet forecast capacity levels. Strategies to manage this risk include programming, pricing reviews and dynamic pricing; weekly and monthly reporting tracking the sales of each show against targets; and our marketing strategy informed by TRG seating plans.
2. Threat of cyber fraud. The strategy to manage this includes the attainment of the Cyber Fraud Accreditation; 3rd party audits and testing of our systems; and training of staff to raise awareness. Our staff regularly undertake training in how to be more cyber aware and are kept informed of latest advice from bodies such as Action Fraud (the National Fraud and Cyber Crime Reporting Centre) as well as local police. We have developed a Security Incident Response plan that sets out how to deal with a cyber-fraud attack with several scenarios addressed.
3. Loss of key staff. Nationwide labour shortage and wage inflation is putting additional pressures on recruitment and ensuring we can retain staff. Staff well-being, attractive terms & conditions and benefits as well as development opportunities are part of the strategies to manage this risk.
4. Planned Preventative Maintenance. A 5-year investment plan has been developed to ensure we are protecting our building and also identifying opportunities for MTT to develop its artistic vision and to meet its charitable aims.
5. Energy costs. Rising costs could potentially have a significant impact on our overheads once we come out of the current fixed priced contracts in 2025. We have put new contracts in place to 2028, which are not fixed but will provide some protection from significant increases in the future. Helping to mitigate impact is our environmental strategy which includes measures to reduce consumption and look at alternative sources.

Financial Risk Management Objectives and Policies

MTT finances its operations through retained surpluses. The management's objectives are to retain sufficient liquid funds to enable it to meet its day to day obligations as they fall due whilst optimising returns on surplus funds. Hedge accounting is not used by MTT.

Investment Policy

In accordance with the Articles of Association, the Directors have the power to invest in such stocks, shares, investments and property as they see fit. The policy is to adopt a balanced risk investment strategy to protect, in absolute terms, the capital value of the fund whilst producing a sustainable and growing level of income, and also providing the potential for longer term growth of capital in real terms. MTT continued with its £2m in a portfolio with a target return of 6.5% and recorded a loss in year of £63,119. At year end the portfolio was valued at £1,986,364. To date, valuation gains of £1,150,000 have been taken from this portfolio since its inception in 2008.

The remainder of MTT's surplus funds are held primarily in short term variable and fixed rate deposit accounts with reputable UK banks. MTT believes that this gives it the flexibility to release cash resources at short notice.

THE MAYFLOWER THEATRE TRUST
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REPORT OF THE DIRECTORS (continued)
For the period ended 2 April 2023

Environmental, Social, Governance

Environmental Management

We recognise that our activities have an environmental impact and are committed to proactively monitor and manage these impacts with sustainability at the heart of what we do. Our *Environmental and Sustainability* policy has been updated to reflect this key strategic focus area, setting our ambition to achieve net zero emissions by 2030.

Environmental consultants undertook a benchmarking exercise in 2022 to determine our carbon footprint, energy consumption, recycling and waste data. The report provided recommendations for capital investment and cultural changes to educate our staff and visiting companies.

We have introduced a number of waste reduction measures and procedures over recent years including clearly identifiable recycling stations; replacement of single use plastics with more environmentally friendly products; and have replaced over 70% of our lighting with more efficient LED lighting. We are working with our suppliers to reduce unnecessary packaging and to switch to sustainable products and packaging wherever possible. We are delighted to be continuing our relationship with Jude's Ice Cream, locally based ice cream makers, who have sustainability and ensuring minimal carbon footprint at the core of their operations.

We are a member of Julie's Bicycle, a non-profit organisation mobilising the arts and culture sector to take action on the climate and environment. They provide invaluable resource to help us identify and reach our aims.

We have a working group, known as the Green Team, made up of staff from across the organisation at all levels who together help to identify better ways of working and more environmentally friendly supplies as well as promoting best practice throughout the company. The Green Team are embarking on developing our green action plan, informed by the Green Book series from sustainability experts *Buro Happold* in association with; *Theatres Trust, UK Theatre, National Theatre and ENO to name a few.*

The business is committed to making a positive impact through outstanding environmental sustainability performance; our strategy focuses on six priority areas:

- **Carbon emissions from theatre buildings** - reduce carbon emissions related to our energy consumption to a minimal level.
- **Sustainable resource use** - reduce the environmental impacts of our consumption and supply chain.
- **Travel** - limit transport emissions by reducing the need to travel, through alternative working arrangements, encouraging walking, cycling and the use of public transport and managing the demand to travel by car.
- **Biodiversity** - identify and address MTT's principal biodiversity impacts through its operations and supply chain.
- **Water management** - to conserve water through efficient use and ongoing management.
- **Investments** - ensure that MTT, as an investor, is part of the solution to climate change and biodiversity loss.

The strategy is supported by the following four 'enablers':

- **Governance** - embedding environmental sustainability in MTT's governance and decision making.
- **Reporting** - developing a system of annual reporting of carbon emissions and biodiversity impact which will be included in theatre's annual report and financial accounts.
- **Funding** - making funds available for sustainability initiatives over the next 10 years, to finance the programme of action required to reduce our environmental impact.
- **Offsetting** - establishing a policy to guide our use of carbon offsetting and biodiversity offsetting.

The environmental impact report commissioned in the year has provided us with a useful benchmark informing our strategy and targets. We have developed a set of Key Performance Indicators to help inform progress which is then reported to the Board.

Social

MTT is an inclusive employer with an active diversity and inclusion strategy in place. We are very keen to welcome

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REPORT OF THE DIRECTORS (continued)
For the period ended 2 April 2023

all into our theatre both as employees and customers. We review our policies and procedures regularly to promote inclusion including providing materials to prospective employees in different formats to suit their needs. We have this year introduced non-binary toilet facilities in our theatre. Since re-opening we have introduced a hybrid working policy for our staff who have roles that can be fulfilled remotely. Health and Safety is always high on our agenda with our Health & Safety Committee (a Board sub-committee) which meets twice a year and reports into the main Board. There is a staff led Health & Safety group who meeting bi-monthly to discuss best practice and new initiatives reporting into the Health & Safety Committee. Health and Safety discussions are also held at all team meetings with staff encouraged to report and discuss any issues they may identify. We very much value our staff and their wellbeing is a high priority. Our Mayflower Active programme promotes healthy lifestyles; financial support for activities such as the Mayflower Choir; free flu jabs for staff; and social gatherings. There is an Employee Assistance Programme (EAP) in place for all staff and we have rolled out a webinar on personal financial management provided by our EAP supplier. Our Engage work, referenced earlier in this report, is very active in our community engaging with individuals from a diverse range of ethnic and socioeconomic backgrounds.

Our strategic plan identifies objectives with corresponding actions to meet these targets with Key Performance Indicators identified. Updates on progress are reported to the Board at each Board meeting.

Governance

We have robust governance in place overseen by our Audit & Governance Committee which currently meets three times a year, reporting into the Board. We have adopted the Charity Governance Code and undertake regular audits by external providers to ensure we have best practice in place. This committee reviews a schedule of policies on a timetabled basis including but not limited to policies on anti-bribery, safeguarding, health & safety, pay, treasury, and reserves, and is responsible for reviewing and recommending to the Board the Chief Executive & Creative Director's remuneration.

The Committee and the Senior Management Team of MTT prepare the Governance Handbook which is then recommended to and approved by the Board and governs all governance issues relating to MTT.

MTT undertakes regular updating on charity and corporate governance both internally and through external advisors.

The Board is committed to diversifying its membership and endeavours to achieve this through the work of the Nominations Committee which makes recommendations both as to the membership of the Board and its succession.

Plans for Future Periods

Whilst we remain focussed on delivering our Artistic Vision which is aimed at providing inspiring experiences by maintaining the standard and quality of shows for which MTT has established its reputation, we are also very much focussed on continuing to grow our audiences and developing our staff body which has endured high levels of turnover since the pandemic. 2022/23 was the first full year of operation since the pandemic and we are continuing to build on our strong foundations and move forward with delivering our strategy. We will do this through our operational plan for 2023/24 which supports our 4 areas of organisational focus:

- Our People – to be recognised as Employer of Choice in our sector and region; recruit from a broad range of backgrounds to further strengthen our commitment to diversity and inclusion; invest in training and continuous professional development; promote wellbeing benefits of leading a healthy and active lifestyle; and ensuring our Safeguarding strategy is continually developed and effected to ensure compliance with legislation and best practice.
- Our Stage – programme in a creative and imaginative way ensuring the best touring productions perform on our stage; broaden the programme to ensure young people and family groups can attend performances on our stage; widen the provision of dance within the programme, to ensure inclusion and diversity are reflected on our stage and we can appeal to a wider demographic ensuring language and hearing impediment are not a barrier to attendance; enhance the theatre's reputation nationally and internationally and identify investment opportunities and co-producing projects; ensure the programme appeals to the mixed, diverse ecology of our community and is reflected on the stage; support creative sector development to ensure the future growth of work for our stages. Give clear progression routes into the industry, recognising disadvantage, and addressing

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REPORT OF THE DIRECTORS (continued)
For the period ended 2 April 2023

inequalities to support a diverse workforce. Nurturing new and existing talent to support artists to develop, create and produce new work at small and midscale level recognising this develops future large-scale work.

- Our Community – grow our Engage programme to drive attendance, participation and learning to develop audiences for the future; offer young people the opportunity to engage with the arts, whilst nurturing and developing skills; offer engagement opportunities to all schools and further education colleges, particularly targeting schools above national average Free Schools Meals and college bursaries; provide access to the theatre's programme and heritage for all ages, enriching the experience for current theatre goers; establish a *Teaching Theatre* where diverse young people gain industry insights, work experience and early employment opportunities; prioritise the safety, comfort and security of our audiences and participants; work with the community to identify and encourage those who do not usually attend or participate to feel Mayflower Theatre belongs to them, addressing barriers and reaching out to communities; work collaboratively with local cultural organisations acting as an enabler and facilitator to the wider sector; through MAST offer a Cultural Hub for the region and wider sector support; be the *Theatre of Choice* for patrons and visiting companies by cultivating and captivating, diverse, enthusiastic, and loyal stakeholders
- Our Venue – raise the profile of Mayflower Theatre regionally and nationally, enhancing the theatre's reputation in the creative sector; ensure staff, customer, visiting company and stakeholder safety is consistent with national guidance and industry recommendations; strive for customer service excellence and optimise commercial returns through simple and accessible service points; engage staff and suppliers to challenge and define our environmental and sustainability roadmap to achieve *Carbon Net Zero* by 2030; reserve, maintain and enhance the venue for future generations.

The financial strategy is aimed at supporting these strategies. Each set of strategies has a number of objectives and supporting actions identified alongside Key Performance Indicators to measure success. These are monitored at Leadership Team Meetings and updates on progress reported to the Board at each Board meeting.

We will continue to provide executive leadership and programming services as well as shared support services to MAST under a Service Level Agreement and Benefit in Kind statement helping the organisation realise its goals by broadening the cultural offering of Southampton and the surrounding areas. Where the charitable objectives of both MTT and MAST align both organisations work collaboratively for the benefit of both and of their beneficiaries.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS

The Directors are responsible for preparing the Report of the Directors and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Directors to prepare financial statements for each financial period 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 group for that period. In preparing these financial statements, the Directors are required to:

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

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the charitable group and enable them to ensure that the financial statements comply

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REPORT OF THE DIRECTORS (continued)
For the period ended 2 April 2023

with the Companies Act 2006. They are also responsible for safeguarding the assets of the charitable company, and the group, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Directors are aware:

- there is no relevant audit information of which the charitable group's auditor is unaware; and
- the Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

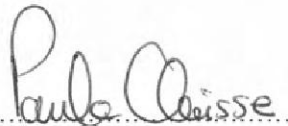
Members' Interest

The liability of every member is limited to £25 in the event of MTT being wound up.

Nicholas John Vaughan was a Consultant Member of Paris Smith LLP which law firm is the legal advisers to MTT.

In approving this report the Directors also approve the Strategic Report in their capacity as company Directors.

On behalf of the Board



Paula Claisse
Director

Mayflower Theatre
Empire Lane
Southampton
Hampshire
SO15 1AP

Date: 3 November 2023

THE MAYFLOWER THEATRE TRUST
(A company limited by guarantee)

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
THE MAYFLOWER THEATRE TRUST**

Opinion

We have audited the financial statements of The Mayflower Theatre Trust for the period ended 2 April 2023 which comprise the Consolidated Statement of Financial Activities, the Consolidated Summary Income and Expenditure Account, the Consolidated and Parent Balance Sheets, the Consolidated Statement of Cash Flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the group's and of the parent charitable company's affairs as at 2 April 2023 and of the group's and parent charitable company's net movement in funds, including the income and expenditure, for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Report of the Directors. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Report of the Directors (which includes the strategic report) for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report included within the Report of the Directors have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Directors (which incorporates the strategic report).

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the charitable company and group; or

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- the consolidated charitable company financial statements are not in agreement with the accounting records; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit

Responsibilities of Directors for the financial statements

As explained more fully in the Directors' responsibilities statement set out on page 16, the Directors (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the group's and the parent charitable company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the group or the parent charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Based on our understanding of the group and the environment in which it operates, we identified that the principal risks of non-compliance with laws and regulations related to health and safety and data protection legislation and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006 and the Charities Act 2011.

We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls). Audit procedures performed by the engagement team included:

- Discussions with management including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Reviewing the controls and procedures relevant to the preparation of the financial statements to ensure that these were in place throughout the year, including during the Covid-19 remote working period;
- Evaluating management's controls designed to prevent and detect irregularities;
- Reviewing minutes of the Trustees meetings during the year;
- Identifying and testing journals, including using data analytics software, in particular journal entries posted with unusual account combinations, postings by unusual users or with unusual descriptions; and
- Challenging assumptions and judgements made by management in their critical accounting estimates, as described in the accounting policies.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation. A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

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

Richard Weaver (Senior Statutory Auditor)
For and on behalf of Haysmacintyre LLP, Statutory Auditor
10 Queen Street Place, London EC4R 1AG [date]

THE MAYFLOWER THEATRE TRUST
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GROUP STATEMENT OF FINANCIAL ACTIVITIES
(Incorporating the Group Income and Expenditure Account and
Statement of Total Recognised Gains and Losses)
for the period ended 2 April 2023

	Note	Unrestricted funds £	Restricted funds £	Total 2023 £	Total 2022 £
INCOME FROM:					
Donations and legacies	4	72,440	3,071	75,511	455,241
Other Trading activities		1,709,114	-	1,709,114	1,120,546
Investments	5	218,614	-	218,614	25,446
Charitable activities - show income	6	23,562,853	-	23,562,853	15,135,635
Total income		<u>25,563,021</u>	<u>3,071</u>	<u>25,566,092</u>	<u>16,736,868</u>
EXPENDITURE ON:					
Raising Funds:					
Fundraising trading	7	604,566	-	604,566	441,461
Sponsorship	7	6,907	-	6,907	1,610
Charitable activities					
- theatre programmes	7	22,484,266	30,946	22,515,212	15,494,009
- investment in productions costs	7	125,492	-	125,492	126,000
- education and outreach	7	112,342	-	112,342	89,375
Total expenditure		<u>23,333,573</u>	<u>30,946</u>	<u>23,364,519</u>	<u>16,152,455</u>
Net income/(expenditure) for the period before gains / losses on investments		<u>2,229,448</u>	<u>(27,875)</u>	<u>2,201,573</u>	<u>584,413</u>
Gain on investment asset	12	(63,119)	-	(63,119)	104,388
Net income / (expenditure) for the period		<u>2,166,329</u>	<u>(27,875)</u>	<u>2,138,454</u>	<u>688,801</u>
TOTAL FUNDS AT 27 March 2022	18	<u>17,541,019</u>	<u>1,064,380</u>	<u>18,605,399</u>	
TOTAL FUNDS AT 2 April 2023	18	<u>19,707,348</u>	<u>1,036,505</u>	<u>20,743,853</u>	

The group statement of financial activities has been prepared on the basis that all operations are continuing operations.

The notes on pages 24 to 43 form part of these financial statements.

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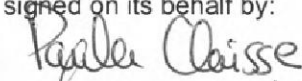

Company Registered Number 02026445
Charity Registered Number 294745

GROUP BALANCE SHEET
at 2 April 2023

	Note	2023 £	2022 £
FIXED ASSETS			
Tangible assets	11	12,390,547	12,786,904
Investments	12	1,986,364	2,049,483
		<u>14,376,911</u>	<u>14,836,387</u>
CURRENT ASSETS			
Stocks		41,502	34,143
Debtors	13	471,049	291,353
Cash holdings	24	16,053,776	18,769,783
		<u>16,566,327</u>	<u>19,095,279</u>
CREDITORS: Amounts falling due within one year	14	(9,175,715)	(15,165,729)
NET CURRENT ASSETS/(LIABILITIES)		<u>7,390,612</u>	<u>3,929,550</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		21,767,523	18,765,937
CREDITORS: amounts falling due after more than one year	15	(1,023,670)	(160,538)
NET ASSETS	18	<u>20,743,853</u>	<u>18,605,399</u>
ACCUMULATED FUNDS			
Restricted income funds			
Capital grants	19	1,036,505	1,064,380
Unrestricted income funds			
General reserve	19	11,071,794	8,398,067
Designated building development reserve	19	5,348,555	5,765,138
Designated gantry development building reserve	19	2,285,800	2,313,462
Designated building maintenance reserve	19	951,199	1,014,352
Designated bursary reserve	19	50,000	50,000
TOTAL FUNDS		<u>20,743,853</u>	<u>18,605,399</u>

The financial statements were approved by the board of Directors on
and signed on its behalf by:

2023

) P I Claisse
)
) N Vaughan
) Directors

The notes on pages 24 to 43 form part of these financial statements.

THE MAYFLOWER THEATRE TRUST
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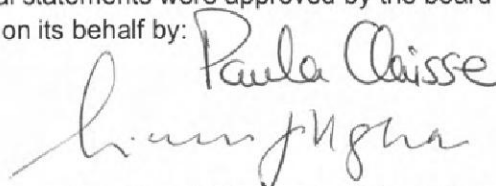
Company Registered Number 02026445
Charity Registered Number 294745

COMPANY BALANCE SHEET
at 2 April 2023

	Note	2023 £	2022 £
FIXED ASSETS			
Tangible assets	11	12,390,547	12,786,904
Investments	12	1,986,368	2,049,487
		<u>14,376,915</u>	<u>14,836,391</u>
CURRENT ASSETS			
Stocks		8,510	6,433
Debtors	13	1,117,679	838,692
Cash holdings		15,272,403	18,067,727
		<u>16,398,592</u>	<u>18,912,852</u>
CREDITORS: Amounts falling due within one year	14	(9,102,056)	(15,089,604)
NET CURRENT ASSETS/(LIABILITIES)		<u>7,296,536</u>	<u>3,823,248</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		21,673,451	18,659,639
CREDITORS: amounts falling due after more than one year	15	(1,023,670)	(160,538)
NET ASSETS	18	<u>20,649,781</u>	<u>18,499,101</u>
ACCUMULATED FUNDS			
Restricted income funds			
Capital grants	19	1,036,505	1,064,380
Unrestricted income funds			
General reserve	19	10,977,722	8,291,769
Designated building development reserve	19	5,348,555	5,765,138
Designated gantry development building reserve	19	2,285,800	2,313,462
Designated building maintenance reserve	19	951,199	1,014,352
Designated education reserve	19	-	-
Designated bursary reserve	19	50,000	50,000
TOTAL FUNDS		<u>20,649,781</u>	<u>18,499,101</u>

The financial statements were approved by the board of Directors on
and signed on its behalf by:

2023



) P I Claisse
)
) N Vaughan
) Directors

The notes on pages 24 to 43 form part of these financial statements.

THE MAYFLOWER THEATRE TRUST
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GROUP STATEMENT OF CASH FLOWS
for the period ended 2 April 2023

	Note	2023 £	2022 £
CASH FLOWS FROM OPERATING ACTIVITIES		(2,399,458)	5,777,974
CASH FLOWS FROM INVESTING ACTIVITIES			
Interest received	5	217,614	22,726
Purchase of tangible fixed assets	11	(534,163)	(585,061)
Proceeds from the sale of fixed assets		-	300
MANAGEMENT OF LIQUID RESOURCES			
Decrease in short term deposits	12	-	250,000
CHANGE IN CASH AND CASH EQUIVALENTS IN THE REPORTING PERIOD	24	<u>(2,716,007)</u>	<u>5,465,939</u>
RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN CASH AND INVESTMENTS			
Increase in cash in the year		(2,716,007)	5,465,939
Change in market value of fixed asset investments	12	(63,119)	104,388
Cashflow from decrease in liquid resources	12	-	(250,000)
MOVEMENT IN CASH AND INVESTMENTS FOR THE PERIOD		<u>(2,779,126)</u>	<u>5,320,327</u>
Net cash and investments at the start of the period		20,819,265	15,498,938
NET CASH AND INVESTMENTS AT END OF PERIOD		<u>18,040,139</u>	<u>20,819,265</u>

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

1. STATUS

The company is limited by guarantee, the liability of each member being limited to £25. At 2 April 2023 there were 23 members (2022: 23 members).

2. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared in accordance with 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) (Second edition) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

MTT meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

Basis of consolidation

The group accounts incorporate the financial statements of MTT and of its subsidiary undertakings, Mayflower Enterprises Limited, and Mayflower Productions (Southampton) Limited. As a consolidated statement of financial activities is published, a separate statement for the parent company is omitted from the group financial statements by virtue of section 408 of the Companies Act 2006.

The surplus of the parent company, MTT, was £2,150,680 (2022: Surplus £677,256).

Preparation of accounts on a going concern basis

The programme for 2022/23 provided the second-best financial results in our history significantly boosting our reserves post pandemic. The programme for 2023/24 is confirmed but is not as strong as it is impacted by the lack of large-scale touring product in the year. The lead time for large shows is on average 3 years so has been impacted by the lack of ability to plan tours in 2020 and 2021. However, our programme for 2024/25 and 2025/2026 is already looking strong with shows confirmed including *Hamilton*, Disney's *Aladdin*, *Wicked*, *Mary Poppins*, and *Mamma Mia* all scheduled. We currently have shows on sale to November 2024 and over £7.18million in advanced ticket sales which is protected in our cashflow. Our current cashflow shows a balance of £12million, not including the protected advance sales, at the end of November 2024. These factors ensure that Directors remain confident in MTT's ability to continue as a going concern. Having reviewed our financial position including reserves levels, cash flow forecasts, and future plans, the Directors are confident MTT remains a going concern for the foreseeable future, being at least 12 months from the date of signing of these accounts.

Income

Income primarily represents ticket sales and related fees for performances conducted in the year. Gift vouchers and tickets sold in advance are included in creditors as deferred income.

Legacies are included where there is entitlement, probability of receipt and the amount can be measured with sufficient reliability.

Grants and donations

Grants and donations are recognised where there is entitlement, probability of receipt and the amount can be measured with sufficient reliability. Such income is only deferred when:

- the donor specifies that the grant or donation must only be used in future accounting periods; or
- the donor has imposed conditions that must be met before MTT has unconditional entitlement; or
- income from the government's Coronavirus Job Retention Scheme Grant (as per 2022 comparative figures) recognised on the accruals basis and in line with the staff costs that it relates to.

THE MAYFLOWER THEATRE TRUST
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

2. ACCOUNTING POLICIES (continued)

Investments and investment income

Investments are shown in the balance sheet at market value, in accordance with the SORP. All changes in value in the year, whether or not realised, are reported in the "gains and losses on investment assets" section of the Statement of Financial Activities. Investment income, which does not include changes in value, is recognised on a receivable basis.

Expenditure

Costs of raising funds for fundraising trading are those incurred in trading activities that raise funds in the subsidiary company and the raising of sponsorship and donations within MTT.

Charitable activities include expenditure associated with the staging of shows and include both the direct costs and support costs relating to these activities.

Governance costs include those incurred in the governance of MTT and its assets and are primarily associated with constitutional and statutory requirements.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against the Statement of Financial Activities on a straight line basis over the period of the lease.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost, being purchase price, less accumulated depreciation. Items are capitalised if their individual value exceeds £500 or if they combine to form an asset whose entire value exceeds £500.

Depreciation is provided on all tangible fixed assets, other than long leasehold land, at rates calculated to write off the cost or valuation, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Leasehold buildings	-	over the life of the lease
Plant and machinery	-	5 to 20 years straight line
Fixtures and fittings	-	3 to 25 years straight line
Computers and communications	-	3 to 10 years straight line
Leased assets (other than buildings)	-	over the life of the lease
Motor vehicles	-	3 years straight line

The leasehold buildings are depreciated over the lease term of 125 years. Therefore, in accordance with FRS 102, the leasehold buildings are subject to an annual impairment review.

Stock

Stock is valued at the lower of cost, being purchase price, and net realisable value, after making allowance due for obsolete and slow moving items.

Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts due.

Cash at bank and in hand

Cash at bank and cash in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening of the deposit or similar account.

THE MAYFLOWER THEATRE TRUST
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

2. ACCOUNTING POLICIES (continued)

Creditors and provisions

Creditors and provisions are recognised where MTT has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

Financial instruments

MTT only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

Pension costs

MTT operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of MTT. The annual contributions payable are charged to the Statement of Financial Activities.

Fund accounting

The nature and purpose of each fund is described in note 19 (page 37) and on page 12 in the description of reserves.

Liquid resources

Liquid resources include current asset investments, being monies held in fixed term deposit accounts.

3. CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATION UNCERTAINTY

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the group's and parent charitable company's accounting policies and the reported assets, liabilities, income and expenditure and the disclosures made in the financial statements. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Those areas subject to judgement and uncertainty are as follows:

- accrued income and expenditure
- cross charges of staff time spent between the group entities
- asset impairment review

Accrued income and expenditure are estimated where no invoice has been provided. These estimates are based either on third party evidence or on known values as yet invoiced by the group.

Cross charges of staff time spent are based on reasonable estimates of how much time staff employed by MTT spend working on matters related to the trading subsidiaries.

An asset impairment review has been considered by Directors. This review included consideration of local property market, damage and repairs to assets, recent capital additions, general upkeep and repair of the building, and confirmation that there are no plans to significantly change the use of the buildings. Directors are reassured by the assessment.

THE MAYFLOWER THEATRE TRUST
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

4. DONATIONS AND LEGACIES

		2023	2022
		£	£
Culture Recovery Fund		-	300,000
Coronavirus Job Retention Scheme	9	-	98,568
Grant Income		66,890	-
Other Donations		8,621	56,673
		<u>75,511</u>	<u>455,241</u>

Donations were higher in prior year as many customers generously donated the value of their tickets for cancelled or postponed performances as a result of continuing Covid-19 restrictions. The current year value is more reflective of the levels of general donations.

5. INVESTMENT INCOME

		2023	2022
		£	£
Bank interest receivable		217,614	22,726
Investment returns		1,000	2,720
		<u>218,614</u>	<u>25,446</u>

6. INCOME FROM CHARITABLE ACTIVITIES

		2023	2022
		£	£
Ticket sales and auditorium fees		20,291,284	13,025,604
Booking fee		1,529,646	990,529
Restoration levy		500,987	335,731
Production recharges		478,369	262,345
In-house productions		69,762	-
Engage income		274,460	176,200
Membership income		64,996	14,465
SLA MAST agreement		180,803	252,283
Miscellaneous income		172,546	78,478
		<u>23,562,853</u>	<u>15,135,635</u>

Income for in-house productions, reflecting the Summer Youth Project income, was reported under Engage income in prior year. Engage income is showing a growth due to activity not restarting until June in the prior year and slowly rebuilding as the pandemic restrictions lifted. The current year is more reflective of a full year of activity. Membership income in prior year was impacted by the pandemic as we enabled customers to extend their membership in place as

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the lockdown began free of charge. We expect this area to continue to grow. The SLA MAST agreement is showing a decrease on prior year as the marketing provision for MAST Mayflower Studios was initially carried out by MTT in 2021/2022 and therefore recharged via the SLA but is now in-house at the Studios. The Executive Director for MAST Mayflower Studios was, until April 2022, employed by MTT and recharged via the SLA, before transferring employment to the Studios. The show related variations, including tickets sales, fees, levy and production recharges vary year on year due to the programme. The most significant increases on prior year come from a full year of operation and the presentation of *The Lion King* in September 2022.

7. ANALYSIS OF EXPENDITURE

	Direct costs	Support costs	Governance costs	Total
	2023	Other support costs	2023	2023
	£	£	£	£
Raising funds:				
- fundraising trading	604,566	-	-	604,566
- sponsorship	6,907	-	-	6,907
Charitable activities:				
- theatre programmes	20,847,988	1,623,814	43,410	22,515,212
- investment in productions	125,492	-	-	125,492
- education and outreach	112,342	-	-	112,342
	<u>21,697,295</u>	<u>1,623,814</u>	<u>43,410</u>	<u>23,364,519</u>

	Direct costs	Support costs	Governance costs	Total
	2022	Other support costs	2022	2022
	£	£	£	£
Raising funds:				
- fundraising trading	441,461	-	-	441,461
- sponsorship	1,610	-	-	1,610
Charitable activities:				
- theatre programmes	14,083,284	1,377,735	32,990	15,494,009
- investment in productions	126,000	-	-	126,000
- education and outreach	89,375	-	-	89,375
	<u>14,741,730</u>	<u>1,377,735</u>	<u>32,990</u>	<u>16,152,455</u>

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

7. ANALYSIS OF EXPENDITURE (continued)

	2023	2022
	£	£
Support costs consist of the following:		
Other staff costs	105,048	71,419
Finance	3,411	4,841
Establishment	604,222	400,745
Depreciation	911,133	900,730
Governance	43,410	32,990
	<u>1,667,224</u>	<u>1,410,725</u>
Governance costs consist of the following:		
Auditor's remuneration (Excluding VAT)	14,900	12,500
Auditor's remuneration –Other Group Entities (Excluding VAT)	12,280	9,880
Other professional fees	16,230	10,610
	<u>43,410</u>	<u>32,990</u>

8. NET MOVEMENT IN FUNDS

	2023	2022
	£	£
This is stated after charging:		
Auditors' remuneration: audit	14,900	12,500
Auditors' remuneration: other group entities	12,280	9,880
Auditors' remuneration: non-audit fees	11,820	10,610
Depreciation of owned fixed assets	911,133	900,730
Operating lease rentals - land and buildings	5,532	4,488
Loss on disposal of fixed assets	19,387	16,245
	<u>975,052</u>	<u>954,453</u>

9. STAFF COSTS

	2023	2022
	£	£
Wages and salaries	3,467,628	2,657,405
Social security costs	228,442	250,547
Other pension costs	126,824	194,798
Redundancy and termination payments	1,247	23,075
Staff costs charged to expenditure	<u>3,824,141</u>	<u>3,125,825</u>
Coronavirus Job Retention Scheme (disclosed as income)	-	(98,568)
Staff costs net of Coronavirus Job Retention Scheme income	<u>3,824,141</u>	<u>3,027,257</u>

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The increase in staff costs is due to a return to a fully operational year. In the prior year, 2021/2022, we did not reopen until June 2021 with operational staff remaining on furlough in that period. We then undertook a cautious approach to recruiting roles that had become vacant during the pandemic. The current year costs are reflective of a full operation.

The average number of full time equivalent employees (including casual and part time staff) during the period was as follows:

	2023		2022	
	Number	FTE	Number	FTE
Leadership team	21	20	21	19
Other staff	213	112	189	102
	<u>234</u>	<u>132</u>	<u>210</u>	<u>121</u>

No remuneration was paid during the period to any member of the Board of Directors (2022: £Nil).

During the period MTT did not reimburse any travelling expenses of the Board of Directors (2022: £Nil).

The number of employees whose emoluments amounted to over £60,000 in the period was as follows:

	2023	2022
	Number	Number
£60,001 - £70,000	2	4
£70,001 - £80,000	1	1
£100,001 - £120,000	-	1
£120,001 - £140,000	1	-
£170,001 - £210,000	1	1
	<u>5</u>	<u>7</u>
	£	£
Pension contributions to higher paid employees	<u>72,196</u>	<u>82,447</u>
Number of higher paid employees receiving pension contributions	<u>5</u>	<u>7</u>

The total Leadership Team in year, including leavers was 29 employees (2022:21). The associated remuneration costs (including salary, pension, bonus payments, and healthcare) was £1,269,046 (2022: £1,202,742).

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

10. NET INCOME FROM TRADING ACTIVITIES OF SUBSIDIARIES

Mayflower Enterprises Limited	2023 £	2022 £
Turnover	1,673,050	1,062,645
Net operating expenses	(550,638)	(360,638)
Management charge and booking fee	(708,219)	(534,063)
Government grants	-	-
Operating profit	414,193	167,944
Interest receivable and similar income	8,622	223
Interest payable and expenses	-	(445)
Profit on ordinary activities after taxation	422,815	167,722
Distribution to The Mayflower Theatre Trust	(422,815)	(167,722)
Net movement in funds	-	-
If transactions with The Mayflower Theatre Trust were excluded:		
Amount gifted to The Mayflower Theatre Trust In respect of current year trading activities	422,815	167,722
Management and booking fee	708,219	534,063
Profit brought into consolidated accounts relating to 'external' trading would be:	1,131,034	701,785
Capital and reserves of Mayflower Enterprises Limited	21,536	21,536
Mayflower Productions (Southampton) Limited	2023 £	2022 £
Turnover	72,000	127,400
Net operating expenses	(120,290)	(133,856)
Operating profit	(48,290)	(6,456)
Theatre tax credit	36,064	17,995
Interest receivable and similar income	-	6
Profit on ordinary activities after taxation	(12,226)	11,545
Profit relating to 'external' trading:	(12,226)	11,545
Capital and reserves of Mayflower Productions (Southampton) Ltd	72,538	84,764

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

11. TANGIBLE FIXED ASSETS
Group and Company

	Long leasehold land and buildings £	Plant and machinery £	Fixtures and fittings £	Motor vehicles £	Total £
Cost:					
At 28 March 2022	10,821,294	4,961,349	5,068,958	9,736	20,861,337
Additions	257,262	240,710	36,192	-	534,164
Disposals	(38,683)	(41,959)	(22,673)	-	(102,654)
	<u>11,039,873</u>	<u>5,160,100</u>	<u>5,083,138</u>	<u>9,736</u>	<u>21,292,847</u>
Depreciation:					
At 28 March 2022	2,599,446	2,888,960	2,576,292	9,736	8,074,434
Provided during the period	212,006	307,597	391,530	-	911,133
Disposals	(22,673)	(41,479)	(19,115)	-	(83,267)
	<u>2,788,779</u>	<u>3,155,078</u>	<u>2,948,707</u>	<u>9,736</u>	<u>8,902,300</u>
Net book value:					
At 2 April 2023	<u>8,251,094</u>	<u>2,005,022</u>	<u>2,134,431</u>	<u>-</u>	<u>12,390,547</u>
At 28 March 2022	<u>8,221,848</u>	<u>2,072,388</u>	<u>2,492,666</u>	<u>-</u>	<u>12,786,904</u>

Included in long leasehold land and buildings is land valued at a cost of £606,000, which is not depreciated.

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

12. INVESTMENTS

	Group		Company	
	2023	2022	2023	2022
	£	£	£	£
Carrying value as at 28 March 2022	2,049,483	2,195,095	2,049,487	2,195,099
Disposals	-	(250,000)	-	(250,000)
Net gain/(loss) on revaluation	(63,119)	104,388	(63,119)	104,388
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Carrying value as at 2 April 2023	<u>1,986,364</u>	<u>2,049,483</u>	<u>1,986,368</u>	<u>2,049,487</u>

Included in the 'company' figures above are the following:

- £2 investment that represents the acquisition of 100% of the ordinary issued share capital of Mayflower Enterprises Limited, a company registered in England and Wales. Mayflower Enterprises Limited was established to generate profits from ancillary and agency sales on behalf of MTT. Mayflower Enterprises Limited is included in the consolidated accounts.
- £2 investment that represents the acquisition of 100% of the ordinary issued share capital of Mayflower Productions (Southampton) Limited, a company registered in England and Wales. Mayflower Productions (Southampton) Limited was established to produce theatrical productions on behalf of the group. Mayflower Productions (Southampton) Limited is included in the consolidated accounts.

MTT has investments with a market value of £1,986,364 held with Rathbone Unit Trust Management.

13. DEBTORS

	Group		Company	
	2023	2022	2023	2022
	£	£	£	£
Amounts owed by group undertakings	-	-	727,902	583,821
Trade debtors	2,287	4,532	2,287	4,532
Other debtors	118,419	72,867	38,498	39,905
Prepayments and accrued income	350,343	213,954	348,992	210,434
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
	<u>471,049</u>	<u>291,353</u>	<u>1,117,679</u>	<u>838,692</u>

14. CREDITORS: amounts falling due within one year

	Group		Company	
	2023	2022	2023	2022
	£	£	£	£
Trade creditors	986,540	2,663,044	947,174	2,633,989
Other taxes and social security	249,219	170,728	249,219	170,728
Other creditors	225,060	78,371	216,369	60,487
Accruals and deferred income (see note 15)	7,714,896	12,253,586	7,689,294	12,224,400
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
	<u>9,175,715</u>	<u>15,165,729</u>	<u>9,102,056</u>	<u>15,089,604</u>

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15. CREDITORS: amounts falling due after more than one year

	Group		Company	
	2023	2022	2023	2022
	£	£	£	£
Deferred income	1,023,670	160,538	1,023,670	160,538
	<u>1,023,670</u>	<u>160,538</u>	<u>1,023,670</u>	<u>160,538</u>

Deferred income represents show tickets sold in advance. The increase in deferred income falling due after more than one year, is due to the shows on sale at year end more than one year in advance (2023: 7 shows, including *Wicked* with advance sales of £817k; 2022: 5 shows, highest £93k).

16. ANALYSIS OF DEFERRED INCOME

	Group		Company	
	2023	2022	2023	2022
	£	£	£	£
Deferred income brought forward	12,391,587	11,043,292	12,377,547	11,034,145
Amounts released to income in the period	(11,832,502)	(6,462,311)	(11,818,462)	(6,453,164)
Amounts deferred in the period	7,898,240	7,810,606	7,889,974	7,796,566
Deferred income carried forward	<u>8,457,325</u>	<u>12,391,587</u>	<u>8,449,059</u>	<u>12,377,547</u>

17. RELATED PARTY TRANSACTIONS

Transactions with MTT's subsidiaries are set out in note 10. At the period end a balance of £727,897 (2022: £583,821) was owed to MTT by Mayflower Enterprises Limited and £5 was owed to MTT by Mayflower Productions (Southampton) Limited (2022: £2,371).

£113,506 was owed by MTT to Mayflower Academy Limited (2022: £204,666) and £67,370 was owed by Mayflower Academy Limited to MTT (2022: £113,883). This relates to the transactions at year end in line with the Service Level Agreement.

Mr N J Vaughan, appointed to the Board on 11 March 2017, is a Consultant Member of Paris Smith LLP solicitors. Paris Smith LLP have provided legal services in the period of £7,742 (2022: £13,791).

There were no other related party transactions in the year.

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

18. ANALYSIS OF NET ASSETS BETWEEN FUNDS

	Unrestricted			
	General	Designated	Restricted	Total
	accumulated	funds	fund	2023
	fund	2023	2023	
	2023			
	£	£	£	£
Group – 2023				
Fixed assets	4,754,852	8,585,554	1,036,505	14,376,911
Current assets	16,516,327	50,000	-	16,566,327
Current liabilities	(9,175,715)	-	-	(9,175,715)
Non-current liabilities	(1,023,670)	-	-	(1,023,670)
	<u>11,071,794</u>	<u>8,635,554</u>	<u>1,036,505</u>	<u>20,743,853</u>
Company - 2023				
Fixed assets	4,754,856	8,585,554	1,036,505	14,376,915
Current assets	16,348,592	50,000	-	16,398,592
Current liabilities	(9,102,056)	-	-	(9,102,056)
Non-current liabilities	(1,023,670)	-	-	(1,023,670)
	<u>10,977,722</u>	<u>8,635,554</u>	<u>1,036,505</u>	<u>20,649,781</u>

	Unrestricted			
	General	Designated	Restricted	Total
	accumulated	funds	fund	2022
	fund	2022	2022	
	2022			
	£	£	£	£
Group – 2022				
Fixed assets	4,679,055	9,092,952	1,064,380	14,836,387
Current assets	19,045,279	50,000	-	19,095,279
Current liabilities	(15,165,729)	-	-	(15,165,729)
Non-current liabilities	(160,538)	-	-	(160,538)
	<u>8,398,067</u>	<u>9,142,952</u>	<u>1,064,380</u>	<u>18,605,399</u>
Company - 2022				
Fixed assets	4,679,059	9,092,952	1,064,380	14,836,391
Current assets	18,862,852	50,000	-	18,912,852
Current liabilities	(15,089,604)	-	-	(15,089,604)
Non-current liabilities	(160,538)	-	-	(160,538)
	<u>8,291,769</u>	<u>9,142,952</u>	<u>1,064,380</u>	<u>18,499,101</u>

Variations reflect impact of 2021/2022 not reopening until June 2021 in comparison to a full programme of activity in 2022/2023.

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18. ANALYSIS OF NET ASSETS BETWEEN FUNDS (continued)

Free Reserves

The free reserves of MTT stand at £6,316,942 as at the period ended 2 April 2023. This figure is made up of:

	2023	2022
	£	£
Unrestricted general (undesignated) funds	11,071,794	8,398,067
Less fixed assets held in general undesignated funds	(4,754,852)	(4,679,055)
	<u>6,316,942</u>	<u>3,719,012</u>

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NOTES TO THE FINANCIAL STATEMENTS
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19. RECONCILIATION OF FUNDS AND MOVEMENTS ON RESERVES

Group	Restricted		Unrestricted							Total
	Capital Grants	Building maint. reserve	Bursary reserve	Building maint. reserve	Education reserve	Building development reserve	Gantry development building reserve	General reserve		
At 27 March 2022	1,064,380	-	50,000	1,014,352	-	5,765,138	2,313,462	8,398,067	18,605,399	
Income	-	3,071	-	-	-	720	-	25,562,301	25,566,092	
Expenditure	(27,875)	(3,071)	(3,000)	(63,153)	(29,313)	(417,303)	(27,662)	(22,793,142)	(23,364,519)	
Loss on investment	-	-	-	-	-	-	-	(63,119)	(63,119)	
Transfers	-	-	3,000	-	29,313	-	-	(32,313)	-	
At 2 April 2023	1,036,505	-	50,000	951,199	-	5,348,555	2,285,800	11,071,794	20,743,853	
Company	Capital Grants	Building maint. reserve	Bursary fund	Building maint. reserve	Education reserve	Building development reserve	Gantry development building reserve	General reserve	Total	
	£	£	£	£	£	£	£	£	£	
	At 27 March 2022	1,064,380	-	50,000	1,014,352	-	5,765,138	2,313,462	8,291,769	18,499,101
	Income	-	3,071	-	-	-	720	-	25,023,240	25,027,031
Expenditure	(27,875)	(3,071)	(3,000)	(63,153)	(29,313)	(417,303)	(27,662)	(22,241,855)	(22,813,232)	
Loss on investments	-	-	-	-	-	-	-	(63,119)	(63,119)	
Transfers	-	-	3,000	-	29,313	-	-	(32,313)	-	
At 2 April 2023	1,036,505	-	50,000	951,199	-	5,348,555	2,285,800	10,977,722	20,649,781	

Comparative movements in funds for the year ended 27 March 2022 are provided below.

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19. COMPARATIVE RECONCILIATION OF FUNDS AND MOVEMENTS ON RESERVES

Group	Restricted				Unrestricted				
	Designated				Unrestricted				
	Capital Grants	Building maint. reserve	Fund-Raising reserve	Bursary reserve	Building maint. reserve	Education reserve	Fundraising reserve	Building development reserve	Gantry development building reserve
	£	£	£	£	£	£	£	£	£
At 28 March 2021	1,092,162	-	1,911	50,000	1,076,363	-	1,192	6,193,963	2,340,603
Income	-	2,089	-	-	-	-	-	2,920	-
Expenditure	(27,782)	(2,089)	(1,911)	-	(62,011)	(137,996)	(1,192)	(431,745)	(27,141)
Gain on investments	-	-	-	-	-	-	-	-	-
Transfers	-	-	-	-	-	137,996	-	-	-
At 27 March 2022	1,064,380	-	-	50,000	1,014,352	-	-	5,765,138	2,313,462
Company									
	Capital Grants	Building maint. reserve	Fund-Raising Reserve	Bursary fund	Building maint. reserve	Education reserve	Fundraising reserve	Building development reserve	Gantry development building reserve
	£	£	£	£	£	£	£	£	£
At 28 March 2021	1,092,162	-	1,911	50,000	1,076,363	-	1,192	6,193,963	2,340,603
Income	-	2,089	-	-	-	-	-	2,920	-
Expenditure	(27,782)	(2,089)	(1,911)	-	(62,011)	(137,996)	(1,192)	(431,745)	(27,141)
Gain on investments	-	-	-	-	-	-	-	-	-
Transfers	-	-	-	-	-	137,996	-	-	-
At 27 March 2022	1,064,380	-	-	50,000	1,014,352	-	-	5,765,138	2,313,462
Total									
At 28 March 2021	17,916,598	7,160,404	17,821,845	16,356,827	16,152,455	104,388	104,388	104,388	104,388
Income	16,736,868	16,731,859	16,356,827	16,356,827	16,152,455	104,388	104,388	104,388	104,388
Expenditure	(16,152,455)	(15,460,588)	(15,783,959)	(15,783,959)	(15,783,959)	(137,996)	(137,996)	(137,996)	(137,996)
Gain on investments	104,388	104,388	104,388	104,388	104,388	104,388	104,388	104,388	104,388
Transfers	-	-	-	-	-	-	-	-	-
At 27 March 2022	18,605,399	8,398,067	18,499,101	18,499,101	18,499,101	18,499,101	18,499,101	18,499,101	18,499,101

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

19. RECONCILIATION OF FUNDS AND MOVEMENTS ON RESERVES (continued)

Restricted funds

Capital Grants

This fund represents grants received from Hampshire County Council, Southampton City Council and The Foundation of Sports and Arts which were primarily given to MTT to purchase the leasehold of the theatre.

Building Maintenance Reserve

This fund has been created from an appeal fund. This is primarily for the maintenance of the auditorium and stage area within the Grade II listed building.

Designated Funds

Bursary Fund

This represents monies allocated to help support local people study performing arts and theatre studies. The aim is that this fund should be maintained at £50,000. Funds have been transferred in from the general reserve to achieve this.

Building Maintenance Reserve

This money is designated for major refurbishment required to theatre property. It includes the capital value of refurbishment to the stage to enable MTT to hold a wider range of West End productions. This refurbishment was carried out in 2004 and capitalised at that point. Further capital projects i.e. Foyer, Footlights Bar, Circle Bar and Ovation refurbishment have been transferred to this reserve account to reflect the capital value of all major projects.

Education Reserve

The Education reserve has been set up to set aside any surplus the activities of the Community & Education programme may make in any given year. This area is not intended to make surpluses, but in the event it does, these funds are kept aside to reinvest in ongoing educational activity. Similarly, if the activities result in a deficit, then funds are set aside from the General Reserve.

Building Development Reserve

The building development reserve of £5,348,555 was a designated fund established to contribute towards the major refurbishment to the auditorium and construction of the connectivity to the office block carried out in 2020. Future depreciation on these assets will be allocated to this fund.

Gantry Development Building Reserve

This fund was designated for the work to improve the stage accessibility and for the construction of the new office building, which was completed in September 2010. Future depreciation on these assets will be allocated to this fund.

20. PENSION COMMITMENTS

MTT operates a defined contribution pension scheme for its employees. The assets of the scheme are held separately from those of MTT in an independently administered fund.

The charge in the accounts was £126,824 (2022: £194,798) and an amount of £25,852 (2022: £26,338) was included in creditors at the period end.

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

21. FINANCIAL COMMITMENTS

At the period end, the group had annual commitments under non-cancellable operating leases as follows:

	Plant & Machinery	
	2023	2022
	£	£
Expiry date:		
< 1 year	8,666	4,488
2 – 5 years	8,356	4,488

22. CAPITAL COMMITMENTS

There were no capital commitments at the 2023 period end.

23. NET CASH INFLOW FROM OPERATING ACTIVITIES

	2023	2022
	£	£
Net income	2,138,454	688,801
Interest receivable	(217,614)	(22,726)
Depreciation	911,133	900,730
Decrease / (increase) in debtors	(179,696)	263,149
(Decrease) / increase in creditors	(5,126,882)	4,045,905
Decrease / (increase) in stock	(7,359)	(9,742)
Loss / (gain) on investment assets	63,119	(104,388)
Loss on disposal of fixed assets	19,387	16,245
	<u>(2,399,458)</u>	<u>5,777,974</u>

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

24. ANALYSIS OF CHANGES IN NET DEBT

	At 27 March 2022	Cash flows	At 2 April 2023
	£	£	£
Cash	18,769,783	(2,716,007)	16,053,776
	<u>18,769,783</u>	<u>(2,716,007)</u>	<u>16,053,776</u>
Loans due within one year	-	-	-
Loans due after more than one year	-	-	-
	<u>18,769,783</u>	<u>(2,716,007)</u>	<u>16,053,776</u>

Cash holdings include advance ticket sales, the level of which was lower as at March 2023 than the previous year. We held over £4 million in advance sales for *The Lion King* at the end of March 2022. This show was presented during 2023 with the producer's share of these advance sales then paid to them in year.

25. CONTROL

The controlling party is the Board of Directors, representing the company's members.

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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

26. COMPARATIVE STATEMENT OF FINANCIAL ACTIVITY

Below is the 2021/2022 Statement of Financial Activity for comparison purposes only.

	Unrestricted funds £	Restricted funds £	Total 2022 £
INCOME AND ENDOWMENTS FROM:			
Donations and legacies	453,152	2,089	455,241
Other Trading activities	1,120,546	-	1,120,546
Investments	25,446	-	25,446
Charitable activities – show income	15,135,635	-	15,135,635
Total income	<u>16,734,779</u>	<u>2,089</u>	<u>16,736,868</u>
EXPENDITURE ON:			
Raising Funds:			
Fundraising trading	441,461	-	441,461
Sponsorship	1,610	-	1,610
Charitable activities			
- theatre programmes	15,462,227	31,782	15,494,009
- investment in productions costs	126,000	-	126,000
- education and outreach	89,375	-	89,375
Total expenditure	<u>16,120,673</u>	<u>31,782</u>	<u>16,152,455</u>
Net income/(expenditure) for the period before gains / losses on investments	614,106	(29,693)	584,413
Gain/(loss) on investment asset	104,388	-	104,388
Net income / (expenditure) for the period	<u>718,494</u>	<u>(29,693)</u>	<u>688,801</u>
TOTAL FUNDS AT 28 MARCH 2021	<u>16,822,525</u>	<u>1,094,073</u>	<u>17,916,598</u>
TOTAL FUNDS AT 27 MARCH 2022	<u>17,541,019</u>	<u>1,064,380</u>	<u>18,605,399</u>

THE MAYFLOWER THEATRE TRUST
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NOTES TO THE FINANCIAL STATEMENTS
For the period ended 2 April 2023

COMPANY STATEMENT OF FINANCIAL ACTIVITIES

(Incorporating the Income and Expenditure Account and Statement of Total Recognised Gains and Losses)
for the period ended 2 April 2023

	Unrestricted funds £	Restricted funds £	Total 2023 £	Total 2022 £
INCOME AND ENDOWMENTS FROM				
Donations and Legacies	72,440	3,071	75,511	455,241
Other Trading activities	422,815	-	422,815	167,722
Investments	209,991	-	209,991	25,223
Charitable activities - show income	24,318,714	-	24,318,714	15,708,641
Total income	<u>25,023,960</u>	<u>3,071</u>	<u>25,027,031</u>	<u>16,356,827</u>
EXPENDITURE ON				
Raising funds - sponsorship	6,907	-	6,907	1,610
Charitable activities				
- theatre programmes	22,537,545	30,946	22,568,491	15,479,474
- investment cost	125,492	-	125,492	126,000
- education and outreach	112,342	-	112,342	176,875
Total expenditure	<u>22,782,286</u>	<u>30,946</u>	<u>22,813,232</u>	<u>15,783,959</u>
Net income/(expenditure) for the period before gains/losses on investments	2,241,674	(27,875)	2,213,799	572,868
Gain on investment asset	(63,119)	-	(63,119)	104,388
Net income/(expenditure) for the period	<u>2,178,555</u>	<u>(27,875)</u>	<u>2,150,680</u>	<u>677,256</u>
TOTAL FUNDS AT 27 MARCH 2022	<u>17,434,721</u>	<u>1,064,380</u>	<u>18,499,101</u>	<u>17,821,845</u>
TOTAL FUNDS AT 2 APRIL 2023	<u><u>19,613,276</u></u>	<u><u>1,036,505</u></u>	<u><u>20,649,781</u></u>	<u><u>18,499,101</u></u>

The company statement of financial activities has been prepared on the basis that all operations are continuing operations.

This page does not form part of the statutory financial statements.