

# THREE COUNTIES AGRICULTURAL SOCIETY

England & Wales · Charity number 511868

## Details

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**Status** Registered

**Legal form** Charitable company

**Company number** [01568571](#)

**Registered** 1981-09-21

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

## Contact

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**Address** Three Counties Agricultural Society  
The Showground  
Malvern  
WR13 6NW

**Phone** 01684584900

**Email** [info@threecounties.co.uk](mailto:info@threecounties.co.uk)

**Website** [www.threecountiesagriculturalsociety.co.uk](http://www.threecountiesagriculturalsociety.co.uk)

## Activities

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**Objects:** TO PROMOTE AGRICULTURE, APICULTURE, ARBORICULTURE, FORESTRY, RURAL CRAFTS AND SKILLS AND CONSERVATION FOR THE PUBLIC BENEFIT; AND, IN PARTICULAR, BUT NOT EXCLUSIVELY, BY(A) HOLDING DEMONSTRATIONS OF MODERN AGRICULTURAL METHODS AND PROCESSES;(B) HOLDING SHOWS FOR THE EXHIBITION OF AGRICULTURE, LIVESTOCK, POULTRY, ANIMAL HUSBANDRY, FARM AND HORTICULTURAL PRODUCE AND FORESTRY, AND FOR THE DEMONSTRATION OF AGRICULTURAL AND HORTICULTURAL METHODS AND PROCESSES, RURAL CRAFTS AND SKILLS, MACHINERY, VEHICLES, DOMESTIC GOODS, IMPLEMENTS, TOOLS AND APPLIANCES, ANIMAL FEED STUFFS, FERTILISERS, SEEDS AND OTHER ITEMS APPERTAINING OR ANCILLARY TO AGRICULTURE, HORTICULTURE OR ANY ALLIED INDUSTRY

**Activities:** The Three Counties Agricultural Society's charitable objectives are to promote agriculture, horticulture, arboriculture, apiculture, rural skills and crafts, and conservation for the public benefit. We fulfil our objectives through staging annual shows with a programme of educative content at our showground in Malvern, administering educational bursary schemes, and other educational activities.

## Classification

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- **How:** Makes Grants To Organisations, Provides Buildings/facilities/open Space, Acts As An Umbrella Or Resource Body, Other Charitable Activities
- **What:** Education/training, Animals, Environment/conservation/heritage, Recreation
- **Who:** Other Defined Groups, The General Public/mankind

## Geography

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- Gloucestershire
- Herefordshire
- Worcestershire

## Finances

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Period end	Income	Expenditure	Assets	Employees
2024-11-30	£7,269,690	£7,018,165	£6,559,017	118
2023-11-30	£7,863,050	£6,377,974	£6,119,840	119
2022-11-30	£6,460,830	£6,304,082	£4,612,056	123
2021-11-30	£3,377,424	£3,861,091	£4,508,599	77
2020-11-30	£1,523,480	£2,667,927	£4,862,753	42

## Trustees

Name	Role	Appointed
ADRIAN HOPE		2014-12-01
Clive Roads		2024-12-01
DAVID SMART		2016-12-01
Glyn Morgan MBE DL		2023-01-10
James Hawkins		2019-12-05
Jonathan Charles Chenevix-Trench		2024-03-06
Laura Hamilton		2022-12-08
Michael Weaver		2022-06-09
Nicholas Dee		2021-12-01
Professor Tamar Judith Thompson OBE		2022-12-08
ROGER JAMES PHILLIPS		2023-12-07

**THREE COUNTIES AGRICULTURAL SOCIETY**

England & Wales - Charity number 511868

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# Accounts

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**Registered Charity Number: 511868  
Company number: 01568571**

**Three Counties Agricultural Society  
(a company limited by guarantee)**

**Annual Report and Financial Statements**

**For the year ended 30 November 2024**

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**REPORTS AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 NOVEMBER 2024**

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# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES FOR THE YEAR ENDED 30 NOVEMBER 2024

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### THE BOARD

The Board of Trustees (who are the trustees of the Society for the purposes of charity law and the directors of the company for the purposes of company law) of the Three Counties Agricultural Society (“the Society”) present their annual report for the year ended 30 November 2024 prepared in accordance with section 415A of the Companies Act 2006 relating to small entities, and the Charities Act 2011, together with the audited financial statements for that year.

### REFERENCE AND ADMINISTRATIVE DETAILS

The Three Counties Agricultural Society is a registered Charity (No. 511868) and a company (No. 01568571) limited by membership guarantee. Its principal address and registered office is shown on page 10.

The members of the Board of Trustees, which includes the present trustees, and any past trustees who served during the year, are given on page 10, together with the name of the Chief Executive. The President and Vice-Presidents and external advisers of the Society are as set out on pages 10 to 12.

### STRUCTURE, GOVERNANCE AND MANAGEMENT

The Society is governed by its Memorandum adopted on 12 May 1981 and last amended on 30 May 2008 and Articles of Association adopted on 28 October 1992 and last amended on 16 June 2023.

Under the Articles of Association amendment adopted on 24 November 2005, the number of trustees is a maximum of twelve and the number of Council members a maximum of forty-five. The Board is responsible for the overall governance of the Society. Trustees are either elected or co-opted and the total number of trustees may not exceed twelve. Nine trustees are elected directly by Council and three may be co-opted by the Board of Trustees. Elected trustees may remain in office for three years but may not serve more than three consecutive full terms. Co-opted trustees are appointed by the Board of Trustees and may serve for up to two terms of three years or on other terms determined by the Board at the time of their co-option.

Effective partnership between trustees and staff continues to contribute significantly to our success. To increase the effectiveness of the trustees’ roles and responsibilities, each has portfolio interests which require an understanding and a responsibility for specific aspects of the Society’s work. Trustees are required to meet at least five times a year. Apart from the AGM, these meetings include four Board meetings where trustees review strategy and operational/investment performance and set operating plans and budgets. New trustees receive an information pack containing everything they need to know about the Society and its work for effective and informed decision-making, and trustee training sessions are held whenever a requirement is identified. Additional strategic reviews are held as and when needed for any other purpose.

Key Management Personnel for the Society are outlined on page 11. Remuneration is set by the Remuneration Committee, which is appointed by the Board of Trustees. The Remuneration Committee meets annually and includes the Chairman of the Board of Trustees, Chairman of Council, a County Director, and a Co-opted Trustee whose role is to benchmark proposed remuneration for key management personnel against similar organisations. The role of the Remuneration Committee is to approve staff bonuses and remuneration for the forthcoming year for all staff, with the objective of encouraging enhanced performance and rewarding fairly and responsibly individual contributions to the charity’s success.

The Board delegates the exercise of certain powers in connection with the management and administration of the Society as set out below. This is controlled by requiring regular reporting back to the Board so that all decisions made under delegated powers can be ratified by the full Board in due course.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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### RISK AND AUDIT REVIEW COMMITTEE

The Risk and Audit Review Committee is a committee of the Council whose purpose is to advise the Board on risk management and internal control and act as an independent review mechanism for the preparation and audit of the annual financial statements. The committee is formed of five individuals, at least two of whom shall be Council members and all of whom will be independent of the Board of Trustees. One of these shall be Chairman of the committee.

The committee has introduced a formal risk management process to assess business risks and implement risk management strategies. This has involved identifying the types of risks the Society faces, prioritising them in terms of potential impact and likelihood of occurrence, and identifying means of mitigating the risks. As part of this process the committee has reviewed the adequacy of the Society's current internal controls and the costs of operating particular controls relative to the benefits obtained. Procedures have been established for reporting failings immediately to appropriate levels of management and to the Board of Trustees.

The Board confirms that the major risks to which the Society is exposed, as identified by the committee, have been reviewed on page 8 and systems have been established to mitigate those risks.

### CHIEF EXECUTIVE

The Chief Executive is responsible for the day-to-day management of the Society's affairs and for implementing policies agreed by the Board of Trustees. The Chief Executive is assisted by a team of senior managers.

### GROUP STRUCTURE

The Society has a wholly owned subsidiary, T.C.A. Trading Limited. The subsidiary carries out trading activities to raise funds for donating to the Society under Gift Aid, and during the financial year made an operating profit of £541k (2023: £552k) all of which has been donated to the Society under gift aid rules.

### STATEMENT OF TRUSTEES' RESPONSIBILITIES AND CORPORATE GOVERNANCE

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

Company law requires the trustees to prepare financial statements for each financial year. Under company law the trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and the Group and of the incoming resources and application of resources, including the income and expenditure, of the charitable company/group for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make 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 company will continue in business.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions, disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006 and the provisions of the charity's constitution. They are also responsible for safeguarding the assets of the charity and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

So far as each of the trustees is aware at the time the report is approved:

- there is no relevant audit information of which the auditor is unaware, and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

### CORPORATE GOVERNANCE

The Society's updated Articles of Association were formally adopted at the AGM on the 16<sup>th</sup> June 2023 and were subsequently submitted and approved by the Charity Commission.

Internal controls over all forms of commitment and expenditure continue to be refined to improve efficiency. Processes are in place to ensure that performance is monitored, and that appropriate management information is prepared and reviewed regularly by both the executive management and the Board.

The systems of internal control are designed to provide reasonable but not absolute assurance against material misstatement or loss. They include:

- a strategic plan and annual budget approved by the trustees;
- regular consideration by the trustees of financial results, variances from budgets, non-financial performance indicators and benchmarking reviews;
- delegation of day-to-day management authority and segregation of duties; and
- identification and management of risks.

### OBJECTS, OBJECTIVES AND PRINCIPAL ACTIVITIES OF THE SOCIETY

The Memorandum of Association reflects the activities of the Society and incorporates the Charity Commission's GD1 model clause on trustees' benefits. The following is an extract from the Society's Memorandum of Association:

"The Society's primary object is to promote agriculture, horticulture, arboriculture, apiculture, forestry, rural crafts and skills and conservation for the public benefit; and in particular, but not exclusively, by:

- holding demonstrations of modern agricultural methods and processes;
- holding shows for the exhibition of agriculture, livestock, poultry, animal husbandry, farm and horticultural produce and forestry, and for the demonstration of agricultural and horticultural methods and processes, rural crafts and skills, machinery, vehicles, domestic goods, implements, tools and appliances, animal feed stuffs, fertilisers, seeds, and other items appertaining or ancillary to agriculture, horticulture, or any allied industry."

Each year the Society sets objectives which not only address the strategic objectives contained in the Memorandum but include tactical and operational objectives. The objectives for 2024, the Society's achievements against those objectives and the objectives for 2025 are discussed under the heading of Achievements and Performance, set out below.

Our vision is to be the regional centre within the Three Counties dedicated to the promotion of agriculture, horticulture, and arboriculture through public and trade shows and through direct/indirect education programmes.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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### PUBLIC BENEFIT

As a charitable trust, the Society seeks to benefit the public through its stated aims which are shown in the Objects, Objectives and Principal Activities of the Society section of this report.

In furtherance of these aims the directors, as charity trustees, have complied with the duty in Sections 4 and 17 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant subsector guidance concerning the operation of the Public Benefit requirement under the Act.

### GRANT-MAKING

The RHS Malvern Joint Show Committee makes annual grant awards to show garden designers which are a key feature of the RHS Malvern Spring Festival. The show gardens promote horticulture and arboriculture and themes in recent years have been linked to conservation. The Society also awards educational bursaries in accordance with its charitable objectives.

Decisions regarding grant awards and bursaries are made in advance but are not communicated or committed until the financial period they relate to, and payments are only made when achievements and performance targets are met.

### ACHIEVEMENTS AND PERFORMANCE

The specific objectives which the Society sets itself for the year are shown below along with an assessment of performance against those objectives:

#### OBJECTIVES FOR 2024

- 1. To deliver the Society's charitable objects through the staging of high-quality shows, suitable for all ages, which promote British agriculture, horticulture, equine pursuits, and the rural economy.**

Despite ongoing challenges in the build up to all the three major fundraising shows caused by unusually wet weather, the Society is delighted to report that all the shows were hugely successful with excellent attendance figures, up on 2023. A strong revenue performance, alongside excellent cost control, resulted in all shows making an above budget return to the Charity. Visitor feedback, both surveyed and across social media channels, has been overwhelmingly positive about the quality of the content of the shows and shows programme. In addition, high profile celebrity visitors and excellent media coverage on national television for all shows have again benefitted in helping the Society to promote its charitable objectives to a wide and diverse audience well beyond the Three Counties.

- 2. To deliver expanded education and bursary programmes administered by the Charitable Objectives and Education Committees in line with the objects of the Society.**

The Society administers two bursary schemes, The John Tedstone Bursary and the Joe Henson Bursary.

The John Tedstone bursary was launched by HRH The Princess Royal at RHS Malvern Spring Festival in May 2022. The late John Tedstone of Leominster was a renowned Orchardist and Farmer. He bequeathed his farm to the Three Counties Agricultural Society with the proceeds from the sale being used in accordance with his Will to provide bursaries for agricultural and horticultural students, in line with the objects of the Society and its charitable aims.

In 2024 the John Tedstone Bursary fund received eleven applications for funding support from students to help with tuition fees, accommodation costs and educational resources. Five requests were approved and awards made during the year, and three were in progress at the yearend.

In 2024 eight awards were made to students from the Joe Henson Bursary fund and two new requests were in progress at the yearend.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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**3. To focus on developing strategies to calculate and reduce the environmental impact of the Society's shows and venue hire programme.**

The Society continues to build on the numerous sustainability initiatives it has in place, which seek to continue to reduce waste and Co2te emissions from its shows and venue hire programme. Alongside existing initiatives such as banning the sale of single use plastic bottles and ensuring no show waste is sent to landfill, new initiatives with contractors such as establishing a cup recycling deposit scheme and stipulating that packaging and disposable cups are compostable were introduced in 2024.

The Society also extensively planted herbal leys and managed grassland with very low nutrient inputs on areas of land owned as part of the Sustainable Farming Incentive. The Society continues to maintain its ISO14001 accreditation as a key element in its commitment to establishing sustainable practices.

**4. To explore new business opportunities and income streams to further aid the Society in achieving its objects.**

The Society continues to explore new business opportunities to reduce reliance on the three main fundraising shows for its financial wellbeing. Showground venue hire events again had a record year for revenue generation, with new bookings such as the Listed Property and Events Supply shows adding to an already busy calendar alongside established events such as Winter Glow, BusFest and numerous equine and dog competitions. In addition, the Society purchased the Firs Farmhouse as an investment property and signed a lease with BDG (Malvern) for the development of a lodge park in Langdale Wood, with work expected to start in 2025. The Society has also started work on a rolling programme of enhancements to existing campsite facilities, with a view to further increase revenue and improve facilities for those staying on the showground.

**5. To retain and develop a quality staffing team capable of constantly delivering high standards with a focus on training and succession planning.**

During 2023 the staff structure was reviewed to identify any areas which were under resourced or where there was a potential over reliance on particular individuals within the team, which could pose a risk to the smooth running of the Society. As a result, the team was re-structured into three departments: Finance, Shows & Marketing, and Operations. This was to ensure better continuity, co-operation, succession and support for all roles across and between departments. The Society has seen the benefit of the restructure in 2024 and there has been very little change in the staffing profile in the past 12 months.

**6. To maintain positive operating cash flow at all times.**

Positive operating cashflow was maintained throughout the year. For 2024 net cash inflow from operating activities was £1,183k (2023 £1,109k).

**7. To manage overheads to ensure they are relevant and proportionate in delivering the Society's objects.**

Overhead expenditure is regularly reviewed during internal meetings of the executive management team, at Board Trustee meetings as part of the Finance Update standing agenda item, and during the Budget setting process for the following financial year.

**8. To identify and mitigate potential risks that threaten the Society's reputation and continued operation.**

The Society's Risk and Audit Review Committee proactively monitors potential risks through a scored Risk Register, applying mitigation where necessary. The Risk Register is reviewed and updated as a standing agenda item at both the Risk and Audit Review Committee and at each Board of Trustees meeting.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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### **9. To continue to maintain and enhance the standard of the showground through maintenance and capital projects.**

An ongoing programme of continued maintenance and reporting is delivered by the highly skilled Estate Team. This, combined with a substantial year-on-year capital budget, has contributed to the high standard of the showground. This is a key factor for long standing hirers deciding to return to the showground. In 2024, as part of this programme, the Society completed work on and opened a substantial new agricultural building, known as Kildare Hall, as well as enhancements to camping facilities, car park drainage and perimeter fencing.

### **10. To maintain good relations with stakeholders and the local community.**

Regular contact with our neighbours, continuous updates on our website and an effective enquiry and complaints system all contribute to maintaining good relations. The Chief Executive has focussed on building relationships with all of the Showground's neighbours, attending scheduled meetings with local Parish Councils, which ceased during the height of Covid-19, as well as liaising with stakeholders such as local government, National Landscapes (formerly AONB), community groups and partners.

## **OBJECTIVES FOR 2025**

The objectives for 2025, together with the strategies to achieve those objectives, are set out below:

- To deliver the Society's charitable objects through the staging of high-quality fundraising shows, suitable for all ages, which promote British agriculture, horticulture, equine pursuits, and the rural economy.
- To deliver expanded education and bursary programmes administered by the Charitable Objectives and Education Committees in line with the objects of the Society.
- To focus on developing strategies to calculate and reduce the environmental impact of the Society's shows and venue hire programme.
- To explore new business opportunities, income and fundraising streams to further aid the Society in achieving its objects.
- To retain and develop a quality staffing team capable of constantly delivering high standards with a focus on training and succession planning.
- To maintain positive operating cash flow at all times.
- To manage overheads to ensure they are relevant and proportionate in delivering the Society's objects.
- To identify and mitigate potential risks that threaten the Society's reputation and continued operation.
- To continue to maintain and enhance the standard of the showground through maintenance and capital projects.
- To continue to maintain good relations with stakeholders and the local community.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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### STRATEGIES FOR ACHIEVING OBJECTIVES

These objectives will be developed through the use of the following strategies:

- A. Best practice in agriculture, horticulture, equestrian, the countryside, and rural economy are to continue to be displayed at the Society's shows.
- B. A newly formed expanded Charitable Objectives Committee incorporating the Society's Education Committee to give strategic direction and support to deliver the Society's objects.
- C. A focus on new opportunities to continue to diversify the Society's revenue opportunities.
- D. Best practice in HR management, recruitment, training and open communication to maintain a motivated highly skilled team.
- E. A change of finance systems and review of processes with a view to streamlining existing workflows, allowing more time to focus on analysing income and overheads.
- F. A maintenance programme supported by capital investment, delivered by an established Estate Team and the continued use of apprenticeships, ensuring showground standards are maintained.
- G. Ongoing engagement with the local community to maintain good relations and lines of communication with stakeholders.

### HEALTH AND SAFETY

In the pursuit of excellence in all its activities the Society is committed to the promotion and implementation of health and safety measures to minimise both work-related accidents and ill health. The safety of visitors, staff, volunteers, and the contractors who visit the showground is of primary importance and it is the responsibility of the Chief Executive to ensure that all operations are conducted in accordance with health, safety and environmental legislation and standards to which the Society subscribes. Accountability for health and safety matters follows the acknowledged line management chain of authority to the manager or individuals specifically tasked and trained to exercise control.

### FUNDRAISING

The charity advertises its main shows as fundraisers and publishes general requests for donations via its website, in printed literature, signage, and within emailed newsletters and membership correspondence.

The charity does not directly approach the public for the purpose of fund-raising and nor does it employ professional fundraisers or commercial participators to carry out any fundraising activities on its behalf.

By not carrying out face-to-face fundraising activities with members of the public the charity protects vulnerable people and other members of the public from undue pressure to make donations and from persistent or unreasonable intrusive behaviour. Whilst the charity does not presently subscribe to any schemes for fundraising regulation and standards it does monitor the marketing and fundraising activities carried out by its employees on behalf of the charity for the purpose of fund-raising. This is done through the appropriate line management and approval processes for written content.

The charity has not received any complaints with regard to its fundraising activities.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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### FINANCIAL REVIEW AND RESULTS FOR THE YEAR

The main source of funding for the Society is ticket income from agricultural and horticultural shows. This year is the first year for which the Society is satisfied that it has fulfilled all the conditions to qualify its fundraising events for the exemption for charitable fundraising based upon Article 13A(1)(o) of the EC Sixth Directive on VAT and set out in Group 12, Schedule 9 of the VAT Act 1994 and subsequent amendment in 2000. This exemption is designed to allow charities and other qualifying bodies, to exempt supplies of goods and services which they make as part of an event held to raise funds for their activities. As a result of the VAT exemption, total ticket income for the year increased to £3,120k (2023: £2,515k) making up 43% (2023: 32%) of total income.

The Statement of Financial Activities (SoFA), set out on page 17, shows that total incoming resources decreased by 7.5% to £7,269k (2023: £7,863k). A one-off restricted donation of £1,500k was received in 2023. Expenditure on charitable activities increased by 9.1% to £5,729k (2023: £5,251k) whilst total resources expended amounted to £7,018k (2023: £6,378k) resulting in a net surplus for the year before gains / (losses) on investments of £252k (2023: £1,485k). This resulted in total funds carried forward increasing by £439k to £6,559k (2023: increasing by £1,508k to £6,120k).

### T.C.A. Trading Limited

Revenue for the company during the year increased by 11.4% to £1,669k (2023: £1,498k). The company undertakes the trading activities of the Society and generated a profit of £541k which has been donated to the Society under the provisions of Gift Aid (2023: £552k).

### FINANCIAL MANAGEMENT POLICIES

#### Key Risks and Reserves Policy

Each year the Board considers the Society's exposure to major risks in terms of their likely impact on its income sources and planned expenditure in the short term.

The major risks to the Society are a decline in revenues from its main shows through inclement weather, an economic downturn, or an outbreak of either a virus such as Covid-19 or diseases affecting either plants or livestock. The trading subsidiary is also vulnerable to these risks.

Rising costs particularly electricity, tentage, and labour costs continue to reduce profit margins and put additional pressure on cashflow during the run up to the Society's main shows. By continuing to maintain its excellent credit rating the Society has been able to negotiate the release of its advance ticket income on a weekly basis thus alleviating the main pressures on its short-term cashflow. In addition, the construction of Kildare Hall has reduced the requirement for tentage during the Society's shows whilst bringing in additional rental income during third party events. By employing a part-time fund-raiser, the Society has been able to access grant-based support for investment in the campsite and in both weather and water usage monitoring as well as staff training costs.

Higher interest rates over the last three years have increased the cost of the Society's borrowing with an adverse effect on the profit contribution. Long-term exposure to high interest rates on its borrowing was identified as a risk to the Society's ability to return its reserves to pre-covid levels. During December 2023 the Society took the first step toward de-risking its balance sheet by clearing the remaining balance of its CBILS loan.

As a matter of policy, the trustees review the value of the reserves retained in the form of investments. The trustees believe the Society should continue to hold in the investment portfolio sufficient funds to allow the Society to be run efficiently, to provide a buffer against the short notice cancellation of a major show, to fund fixed capital renewals and maintenance to the Showground and to provide up to twelve-months' resource expended on administration and governance costs of the Society.

Total reserves at the year-end were £6,559k (2023: £6,120k). Of these, £1,150k were restricted at the year-end (2023: £2,625k). This is disclosed in note 21. Unrestricted reserves include amounts that could only be realised by disposing of fixed assets totalling £4,318k, therefore free reserves at the year-end total £1,091k (2023: £537k). This remains below the amount now required by the reserves policy. The Society will continue to accumulate reserves in order to retain a minimum of £1,200k in free reserves.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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### Investment Policy and performance

The Society has two investment funds; one for its working capital reserve and one for the John Tedstone restricted funds. Both investment funds are managed with a cautious to medium risk profile. The Society's investments were valued at £2,399k at the start of the financial year. During the year the Society drew down £540k from its working capital reserve fund, partly to fund the repayment of its CBILS loan, and partly to fund the balance of the construction costs for a new exhibition hall. The Society repaid £183k into the investment fund during the year. As at the balance sheet date, the two funds are now valued at £2,223k.

The Trustees continue to review the portfolio and compare its long-term performance against multi-asset funds and the market benchmark. The trustees remain satisfied that the Society's investments continue to adequately service its reserves policy.

### Going Concern

The trustees believe that the Charity's financial resources and contingency planning is sufficient to ensure the ability of the Charity to continue as a going concern for the foreseeable future and therefore the financial statements have been prepared on this basis. This also applies to the trading subsidiary, T.C.A Trading Limited.

### EMPLOYEES

The Society aims to be an organisation where employees enjoy a sense of fulfilment and where they feel supported and developed. Employees are kept fully informed about the Society's strategy and objectives, as well as day-to-day news and events. Information about the organisation is available through regular briefings and post-show meetings as well as a monthly digital staff newsletter. All employees are encouraged to give their suggestions and views on performance and strategy. The Society continues to follow a policy of recruitment and promotion on the basis of aptitude and ability without discrimination.

### PENSIONS

The Society operates a contributory defined contribution pension scheme in which all eligible employees are entitled to participate, together with a workplace pension for the appropriate employees.

### RELATED PARTY TRANSACTIONS

The related party transactions are included in note 22 to these financial statements.

### DIRECTORS' INDEMNITY INSURANCE

The Society has in place an annual Management Liability Insurance policy to indemnify directors or officers against any claim first made against them for any wrongful act covered by the policy in their capacity as a director, officer, or employee of the charity and its trading subsidiary. The limit covered under the policy was increased to £1m during the year (2023: £500k) and the premium for the year increased to £2,828 including insurance premium tax (2023: £2,357).

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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### REFERENCE AND ADMINISTRATIVE INFORMATION:

#### PRINCIPAL ADDRESS AND REGISTERED OFFICE

The Showground  
Malvern  
Worcestershire  
WR13 6NW

#### SECRETARY

David Prescott

#### PRESIDENT

Henry Berkeley (from 1 December 2023 to 30 November 2024)  
The Rt Revd Richard Jackson Bishop of Hereford  
(from 1 December 2024)

#### VICE PRESIDENTS

Mark Tufnell (from 1 December 2023 to 30 November 2024)  
Penelope Bossom (from 1 December 2023 to 30 November 2024)  
Andrew Powers (from 1 December 2023 to 30 November 2024)  
Nicholas Dee (from 1 December 2024)  
Iain Morrison (from 1 December 2024)  
James Hawkins (from 1 December 2024)

#### CHIEF EXECUTIVE

David Prescott

#### MEMBERS OF THE BOARD OF TRUSTEES

Jonathan Chenevix-Trench (from 6 March 2024)  
Lindsey Craddock (County Director) (resigned 30 November 2024)  
Nicholas Dee  
Laura Hamilton  
James Hawkins  
Adrian Hope (County Director)  
Glyn Morgan MBE  
Roger Phillips (from 7 December 2023)  
Clive Roads (County Director from 1 December 2024)  
David Smart (Chair)  
Tamar Thompson OBE  
Michael Weaver (County Director)

#### RISK AND AUDIT REVIEW COMMITTEE

Ruth Goodman  
Chris Lloyd  
Tania Phillips  
Mark Tufnell (Chair)  
Mary Wathen

#### MEMBERS OF COUNCIL

Penelope Bossom  
Philip Burford  
Rachael Chamberlayne  
Emma Coates  
Penny Corbett  
Lindsey Craddock  
Richard Davies  
Nicholas Dee  
Henry Dunn (from 3 October 2024)

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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### MEMBERS OF COUNCIL (Continued)

Ruth Goodman  
Robert Grinnall  
Laura Hamilton  
Francis Harcombe  
John Harper  
Maurice Hart  
James Hawkins  
Dene Hazelwood  
Adrian Hope  
Andrew Lloyd  
Jonathan Long  
Glyn Morgan MBE  
Tracey Morgan  
Iain Morrison  
David Owens  
Simon Phelps  
Roger Phillips  
Tania Phillips  
Andrew Powers  
Geoff Probert  
Bill Quan  
Clive Roads  
Peter Rose  
James Sage  
Helen Smalley  
David Smart  
Mark Tufnell  
Mary Wathen  
Graham Watkins  
Richard Watkins  
Dermot Weaver  
Michael Weaver  
Paul Westaway

(from 21 March 2024)

(from 3 October 2024)  
(Chair)

### KEY MANAGEMENT PERSONNEL

Paul Butler – Head of IT and Ticketing  
Jane Edwards – Head of Shows and Marketing  
David Fenwick – Head of Finance  
David Prescott – Chief Executive  
Ben Russell – Head of Operations

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2024

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### PRINCIPAL PROFESSIONAL ADVISERS

#### Independent Auditor

Crowe U.K. LLP  
Statutory Auditor  
4<sup>th</sup> Floor St James House  
St James Square  
Cheltenham  
GL50 3PR

#### Principal Bankers

National Westminster Bank plc  
1 The Cross  
Worcester  
WR1 3PR

#### Solicitors

MFG Solicitors LLP  
20-21 The Tything  
Worcester  
WR1 1HD

#### Investment Managers

Rathbones Investment Management Limited  
Port of Liverpool Building  
Pier Head  
Liverpool  
L3 1NW

The report of the trustees has been prepared in accordance with section 415A of the Companies Act 2006 relating to small companies.

This report was approved by the Board on 4<sup>th</sup> June 2025 and signed on their behalf.



**D P Smart**

**Chairman**

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY**  
**FOR THE YEAR ENDED 30 NOVEMBER 2024**

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**Independent Auditor's Report to the Members and Trustees of Three Counties Agricultural Society**

**Opinion**

We have audited the financial statements of Three Counties Agricultural Society ('the charitable company') and its subsidiary ('the group') for the year ended 30 November 2024 which comprise the consolidated Statement of Financial Activities, the charity and consolidated Balance Sheets, the consolidated Cashflow Statement, and notes to the financial statements, including 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 the charitable company's affairs as at 30 November 2024 and of the group's income and expenditure, for the year 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 and charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Conclusions relating to going concern**

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's or 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 trustees with respect to going concern are described in the relevant sections of this report.

**Other information**

The trustees are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2024**

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Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**Opinions on other matters prescribed by the Companies Act 2006**

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

- the information given in the trustees' report, which includes the directors' report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report included within the trustees' report has been prepared in accordance with applicable legal requirements.

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

In light of the knowledge and understanding of the group and charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the directors' report included within the trustees' 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 and proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemptions in preparing the Trustees' Annual Report and from the requirement to prepare a strategic report.

**Responsibilities of trustees**

As explained more fully in the trustees' responsibilities statement set out on page 2, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

**Auditor's responsibilities for the audit of the financial statements**

We have been appointed as auditor under section 151 of the Charities Act 2011 and under the Companies Act 2006 and report in accordance with the Acts and relevant regulations made or having effect thereunder.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2024**

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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.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

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

**Extent to which the audit was considered capable of detecting irregularities, including fraud**

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company and group operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 and the Charities Act 2011, together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's and the group's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company and the group for fraud.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Trustees and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be with the timing and recognition of ticket and trade stand income, and the override of controls by management. Our audit procedures to respond to these risks included enquiries of management, and the Finance Committee about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, reviewing accounting estimates for biases, reviewing regulatory correspondence with the Charity Commission, designing testing around the timing and recognition of ticket and trade stand income, and reading minutes of meetings of those charged with governance.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2024**

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**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.



Tara Westcott  
Senior Statutory Auditor  
For and on behalf of  
**Crowe U.K. LLP**

Statutory Auditor  
4<sup>th</sup> Floor St James House  
St James Square  
Cheltenham  
GL50 3PR

Date: 04 July 2025

Crowe U.K. LLP is eligible for appointment as auditor of the charity by virtue of its eligibility for appointment as auditor of a company under section 1212 of the Companies Act 2006.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES**  
(Incorporating an Income and Expenditure Account)  
**FOR THE YEAR ENDED 30 NOVEMBER 2024**

	Note	Unrestricted Funds £000	Restricted Funds £000	Total Funds 2024 £000	<i>Total Funds</i> 2023 £000
<b>INCOME FROM</b>					
<b>Donations and Legacies</b>	3	-	32	32	1,511
<b>Charitable activities</b>					
Agricultural and horticultural shows	4	5,353	-	5,353	4,618
<b>Other Income</b>	5	-	3	3	-
<b>Other trading activities</b>					
Fundraising events		178	-	178	185
Trading subsidiary income	6	1,669	-	1,669	1,498
Investments	7	32	2	34	51
<b>Total</b>		<u>7,232</u>	<u>37</u>	<u>7,269</u>	<u>7,863</u>
<b>EXPENDITURE ON</b>					
<b>Charitable activities</b>					
Agricultural and horticultural shows	9A	5,682	2	5,684	5,241
Educational bursaries	9B	15	30	45	10
<b>Other</b>					
Fundraising events	9B	150	-	150	172
Trading subsidiary expenditure	9B	1,126	1	1,127	946
Investment management costs	9B	6	6	12	9
<b>Total</b>		<u>6,979</u>	<u>39</u>	<u>7,018</u>	<u>6,378</u>
Net gains on investments	14	111	48	159	23
Net gains on investment properties	15	29	-	29	-
<b>Net income</b>		<u>393</u>	<u>46</u>	<u>439</u>	<u>1,508</u>
<b>RECONCILIATION OF FUNDS</b>					
<i>Total funds brought forward at 1 December 2023</i>	21	3,495	2,625	6,120	4,612
Transfer between funds	21	1,521	(1,521)	-	-
<b>TOTAL FUNDS CARRIED FORWARD AT 30 NOVEMBER 2024</b>	21	<u>5,409</u>	<u>1,150</u>	<u>6,559</u>	<u>6,120</u>

All amounts relate to continuing operations. The notes on pages 20 to 38 form part of these financial statements.


**THREE COUNTIES AGRICULTURAL SOCIETY  
CHARITY AND CONSOLIDATED BALANCE SHEETS  
AS AT 30 NOVEMBER 2024  
COMPANY NUMBER: 01568571**

	Notes	GROUP		CHARITY	
		2024	2023	2024	2023
		£000	£000	£000	£000
<b>FIXED ASSETS</b>					
Tangible assets	12	4,266	3,522	4,266	3,522
Intangible assets	13	52	41	52	41
Investments	14	2,223	2,399	2,223	2,399
Investment properties	15	582	-	582	-
		<u>7,123</u>	<u>5,962</u>	<u>7,123</u>	<u>5,962</u>
<b>CURRENT ASSETS</b>					
Debtors	17	194	804	123	714
Cash at bank and in hand		491	734	491	734
		<u>685</u>	<u>1,538</u>	<u>614</u>	<u>1,448</u>
<b>CREDITORS:</b> Amounts falling due within one year	18	(1,085)	(868)	(1,016)	(780)
		<u>(400)</u>	<u>670</u>	<u>(402)</u>	<u>668</u>
<b>NET CURRENT (LIABILITIES) / ASSETS</b>					
<b>LONG TERM LIABILITIES</b>					
Bank loans	20	(164)	(512)	(164)	(512)
		<u>(164)</u>	<u>(512)</u>	<u>(164)</u>	<u>(512)</u>
<b>NET ASSETS</b>					
		<u><u>6,559</u></u>	<u><u>6,120</u></u>	<u><u>6,557</u></u>	<u><u>6,118</u></u>
<b>FUNDS</b>					
Restricted funds	21	1,150	2,625	1,150	2,625
Unrestricted funds	21	5,409	3,495	5,407	3,493
		<u>6,559</u>	<u>6,120</u>	<u>6,557</u>	<u>6,118</u>
<b>TOTAL FUNDS</b>					

The Charity's net incoming resources for the period were £439k (2023: £1,508k).

The Financial Statements are prepared in accordance with the special provisions of part 15 of the Companies Act relating to small companies.

Approved and authorised for issue by the trustees on 4<sup>th</sup> June 2025 and signed on their behalf by

  
**D P Smart**  
**Chairman**

The notes on pages 20 to 38 form part of these financial statements.

**THREE COUNTIES AGRICULTURAL SOCIETY  
CONSOLIDATED CASH FLOW STATEMENT  
FOR THE YEAR ENDED 30 NOVEMBER 2024**

	Note	2024 £000	2023 £000
<b>Cash flows from operating activities</b>			
Net cash provided by operating activities	i	1,183	1,109
<b>Cash flows from investing activities</b>			
Dividends and interest from investments		34	51
Purchase of property, plant, and equipment		(1,333)	(751)
Purchase of intangible assets		(27)	(21)
Purchase of investment properties		(553)	-
Transfer from property, plant and equipment		323	-
Cash transferred (to) / from investment account		(58)	20
Proceeds from sale of investments		2,632	138
Purchase of investments		(2,239)	(1,180)
<b>Net cash (used in) investing activities</b>		<b>(1,221)</b>	<b>(1,743)</b>
<b>Cash flows from financing activities</b>			
Cash inflows from new borrowing		173	-
Repayments of borrowing		(335)	(245)
Interest paid		(43)	(56)
<b>Net cash (used in) financing activities</b>		<b>(205)</b>	<b>(301)</b>
Change in cash and cash equivalents in the reporting period		(243)	(935)
Cash and cash equivalents at 1 December 2023		734	1,669
Cash and cash equivalents at 30 November 2024	ii	491	734
i) Reconciliation of cash flows from operating activities:			
		2024 £000	2023 £000
Net income for the reporting period		439	1,508
<b>Adjustments for:</b>			
Interest paid		43	56
Depreciation charge		266	224
Amortisation charge		16	11
Impairment charge		-	1
Revaluation of investment properties		(29)	-
(Gains) on investments		(159)	(23)
Dividends and interest from investments		(34)	(51)
Decrease / (increase) in debtors		610	(431)
Increase / (decrease) in creditors (excluding bank loans)		31	(186)
		<b>1,183</b>	<b>1,109</b>
ii) Analysis of cash and cash equivalents:			
		2024 £000	2023 £000
Cash at bank		491	734
		<b>491</b>	<b>734</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2024**

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**1. CHARITY INFORMATION**

Three Counties Agricultural Society ('the Society') is a registered charity with the Charities Commission England and Wales (charity number: 511868) and is incorporated as a company limited by guarantee (company number: 01568571, England and Wales). The address of its principal and registered office is The Showground, Malvern, Worcestershire, WR13 6NW.

**2. STATEMENT OF ACCOUNTING POLICIES**

**a. Basis of preparation**

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) (effective 1 January 2019) - (Charities SORP (FRS 102)) and the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

Apart from investments which are at fair value the financial statements have been prepared under the historical cost convention.

Three Counties Agricultural Society meets the definition of a public benefit entity under FRS 102.

The functional currency of the Society is considered to be GBP because that is the currency of the primary economic environment in which the Charity operates.

**b. Consolidated Financial Statements**

These financial statements consolidate the Society and its subsidiary undertaking, T.C.A. Trading Limited ('the Group'). No separate SOFA has been presented for the Society alone, as permitted by Section 408 of the Companies Act 2006. Net incoming resources attributable to the Charity totalled £439k for the year (2023: £1,508k). The Society has also taken advantage of the exemption available to a qualifying entity in FRS 102 from the requirement to present a charity only Cash Flow Statement with the consolidated financial statements.

**c. Going Concern**

High inflation and high interest rates in recent years have negatively impacted the Society's costs whilst the recent cost-of-living crisis limits our ability to raise ticket prices without adversely affecting attendance numbers. The trustees continue to monitor the situation and undertake detailed planning, forecasting and sensitivity analysis. Despite the current circumstances the trustees believe that the Group's financial resources and contingency planning is sufficient to ensure the ability of the Group to continue as a going concern for the foreseeable future, being at least twelve months from the date of approval of these financial statements and therefore have prepared the financial statements on a going concern basis.

**d. Funds Structure**

Unrestricted funds are those funds available for use by the Society for any charitable purpose at the discretion of the trustees.

Restricted funds are subject to specific conditions by donors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the financial statements.

**e. Incoming Resources**

All incoming resources are included in the Statement of Financial Activities ("SOFA") as and when entitlement arises, the amount can be reliably quantified and the economic benefit to the Society is considered probable.

Incoming resources from charitable activities comprises income from shows staged in accordance with the Society's charitable activities.

Income from fundraising events represents entry fees and services provided and sponsorships which relate to the current financial year.

Income from donations are recognised on receipt.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2024**

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Income from legacies is recognised once the Society has entitlement, the amount is measurable, and the gift is probable.

Government grants are credited to the consolidated statement of financial activities as the related expenditure is incurred.

**f. Resources Expended**

Costs of raising funds include direct and indirect costs attributed to fundraising activities for the Society. These include shows and other fundraising events.

Costs of charitable activities include direct, and support costs attributed to activities in furtherance of the Society's educational activities. These comprise of agricultural and horticultural shows and educational bursary awards.

Governance costs are included within support costs and comprise direct, and indirect expenditure involved in ensuring that the Society complies with its charitable and statutory obligations.

The allocation and apportionment of costs to T.C.A. Trading Limited is based on management's estimate of attributable costs incurred. The apportionment of costs for all shows and fundraising is based on the turnover for each show.

**g. Grants payable**

Grant payments are recognised once there is an obligation to make a payment, the payment is probable, and the payment can be measured reliably. Grant commitments are communicated to the recipient in the period the award is payable and are subject to performance-related conditions being met.

**h. Pension**

The Society operates two defined contribution schemes. Contributions are charged to the Statement of Financial Activities as they become due.

**i. Taxation**

As a registered charity, Three Counties Agricultural Society is entitled to tax exemptions on all its income and gains, properly applied for its charitable purposes.

**j. Tangible Fixed Assets and Depreciation**

Fixed assets costing less than £500 are written off to the SOFA.

Tangible fixed assets are stated at cost less depreciation and impairment. Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life:

Permanent buildings	4% on cost
Property improvements	10% to 25% on cost
New wooden buildings	10% to 25% on cost
Plant and machinery	10% to 25% on cost
Motor vehicles	33% on cost
Office and show equipment	25% to 33% on cost

Assets in the course of construction are included at cost and are not depreciated until they are brought into use. Land is not depreciated.

**k. Intangible Fixed Assets and Amortisation**

Intangible fixed assets are stated at cost less amortisation. Amortisation is provided at the following annual rate in order to write off each asset over its estimated useful life and charged to the SOFA:

Society Website	25% on cost
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**l. Investment property**

On initial recognition, property that meets the definition of investment property is recognised at cost. All investment property is then remeasured to fair value at each reporting date. The woodland site has been valued based on the acreage under planning consent using our knowledge of the fair value of woodland per acre. Changes in fair value are taken to the SOFA.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2024**

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**m. Investments**

Fixed asset investments are stated at market value at the balance sheet date. Changes in the valuation of investments during the year are shown as gains or losses in the SOFA.

**n. Creditors**

Creditors are recognised on an accruals basis once there is a legal or constructive obligation that commits the Society to the obligation.

**o. Debtors**

Short term debtors are initially measured at transaction price, less any impairment. Prepayments are measured at the amount prepaid.

**p. Contingent assets**

Contingent assets are not recognised as assets in the financial statements until the future event confirming their existence occurs. Disclosure is required when the inflow of economic benefits is deemed to be "probable." The disclosure must provide details about the nature of the contingent asset, the uncertainties, and the estimated financial effect.

**q. Financial instruments**

Three Counties Agricultural Society only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Investments are held at fair value.

**r. Termination payments**

Termination payments are accounted for as soon as the charitable company is aware of the obligation to make the payment.

**s. Operating leases**

Rentals payable under operating leases are charged to the SOFA as incurred over the term of the lease.

**t. Judgements in applying accounting policies and key sources of estimation of uncertainty**

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.

The items in the financial statements where these estimates and judgements have been made include the following:

**i) Useful economic lives of tangible and intangible assets**

The annual depreciation charges for the tangible assets and amortisation charges of intangible assets are sensitive to changes in the estimate useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on economic utilisation and the physical condition of the assets. See notes 12 and 13 for the carrying amount of the tangible and intangible assets and notes 2j and 2k for the useful lives for each class of asset.

**ii) Impairment**

Debtors – the Group makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 17 for the net carrying amount of the debtors.

Fixed assets – property, plant and equipment are stated at historical cost less accumulated depreciation and any recognised impairment losses. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's value is impaired when the asset's carrying amount is greater than its estimated recoverable amount.

Investment properties - investment properties are held for long term rental or for development for future rental and are measured at fair value. We will assess the estimates and judgement used and consider any impairment value each year in line with our policy.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2024**

**3. INCOME FROM DONATIONS & LEGACIES**

	Unrestricted £000	Restricted £000	2024 £000	2023 £000
Educational bursaries	-	10	10	10
Other donations	-	22	22	1,501
	-	32	32	1,511

**4. INCOME FROM CHARITABLE ACTIVITIES**

	2024 £000	2023 £000
Show income	5,162	4,467
Membership income	87	74
Other charitable income	133	77
	5,382	4,618

**5. OTHER INCOME**

	2024 £000	2023 £000
Central & Local Government Grant funding	3	-
	3	-

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**6. SUBSIDIARY RESULTS**

Three Counties Agricultural Society owns 100% of the share capital of T.C.A. Trading Limited (registered company no: 01638353), which was set up to carry out the trading activities of the Group. The entity exists to undertake any non-primary purpose trading activity with any profits being donated back to the Charity under Gift Aid rules. These activities include income and expenditure relating to commercial sponsorship agreements and the renting out of available showground space and facilities to third parties when these are not being used by the Charity's primary activities. Its registered address is The Showground, Malvern, Worcestershire, WR13 6NW.

Its trading results, as extracted from the audited accounts, are summarised below:

**PROFIT AND LOSS ACCOUNT AND BALANCE SHEET FOR THE YEAR ENDED 30 NOVEMBER 2024**

	2024	2023
	£	£
<b>Turnover</b>	<b>1,668,736</b>	1,498,097
Cost of sales	<b>(342,684)</b>	(263,150)
<b>Gross profit</b>	<b>1,326,052</b>	1,234,947
Administrative expenses	<b>(784,576)</b>	(682,511)
<b>Operating profit</b>	<b>541,476</b>	552,436
Gift aid payable to Three Counties Agricultural Society	<b>(541,476)</b>	(552,436)
<b>Retained (loss) for the year</b>	<b>-</b>	-
	<hr/>	<hr/>
<b>Total assets</b>	<b>£</b>	<b>£</b>
Debtors: amounts falling due within one year	<b>101,687</b>	96,827
Cash at bank and in hand	-	30
	<hr/>	<hr/>
	<b>101,687</b>	96,857
<b>Total liabilities</b>		
Creditors: amounts falling due within one year	<b>(100,000)</b>	(95,170)
<b>Total assets less total liabilities</b>	<b>1,687</b>	1,687
	<hr/>	<hr/>
<b>Reserves</b>	<b>£</b>	<b>£</b>
Profit and loss reserves	<b>1,682</b>	1,682
Share capital	<b>5</b>	5
<b>Shareholders' Funds</b>	<b>1,687</b>	1,687
	<hr/>	<hr/>

Administration expenses include £784,576 (2023: £676,871) for services supplied by the Charity which are recharged to the subsidiary.

The trading company made a gift aid donation of £541,476 (2023: £552,436) to the Charity, with the result that it has a £nil annual corporation tax liability. At the year-end £30,527 was due from Three Counties Agricultural Society to T.C.A. Trading Limited (2023: £6,927 was due from Three Counties Agricultural Society to T.C.A. Trading Limited).

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
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**7. INVESTMENT INCOME**

	<b>2024</b>	<b>2023</b>
	<b>£000</b>	<b>£000</b>
Bank interest receivable	10	18
Dividends	24	33
	<b>34</b>	<b>51</b>
	<b>34</b>	<b>51</b>

**8. NET INCOMING RESOURCES**

This is stated after charging the following:

	<b>2024</b>	<b>2023</b>
	<b>£000</b>	<b>£000</b>
Auditor's remuneration:		
For audit services	24	24
For other services	3	4
Assets owned by the Group:		
Depreciation	266	224
Amortisation	16	11
Impairment	-	1
Operating lease costs	4	4

**9. A) AGRICULTURAL AND HORTICULTURAL ACTIVITIES – Resources Expended**

<b>Activity</b>	<b>Activities Undertaken Directly £000</b>	<b>Support Costs £000</b>	<b>2024 Total Costs £000</b>	<b>2023 Total Costs £000</b>
Agricultural and horticultural shows	5,312	372	5,684	5,241
	<b>5,312</b>	<b>372</b>	<b>5,684</b>	<b>5,241</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**9. B) ANALYSIS OF TOTAL RESOURCES EXPENDED AND SUPPORT COSTS BREAKDOWN BY ACTIVITY**

**ANALYSIS OF TOTAL RESOURCES EXPENDED**

				2024	2023
	Staff costs	Other costs	Depreciation and Amortisation	Total	Total
	£000	£000	£000	£000	£000
Agricultural and horticultural shows	1,451	3,956	277	5,684	5,241
Educational bursaries	-	45	-	45	10
Costs of raising funds	42	103	5	150	172
Finance costs	-	12	-	12	9
<b>Total for Charity</b>	<b>1,493</b>	<b>4,116</b>	<b>282</b>	<b>5,891</b>	<b>5,432</b>
Trading costs of the subsidiary	415	712	-	1,127	946
<b>Total for Group</b>	<b>1,908</b>	<b>4,828</b>	<b>282</b>	<b>7,018</b>	<b>6,378</b>

	Raising Funds	Charitable Activities	2024 Total Group	2023 Total Group
	£000	£000	£000	£000
Management	2	58	60	63
Finance	4	137	141	153
Information technology	4	122	126	118
Human resources	2	55	57	59
<b>Total</b>	<b>12</b>	<b>372</b>	<b>384</b>	<b>393</b>

**Basis of allocation**

Support costs are allocated between Agricultural and Horticultural shows and Fundraising events on the basis of their respective income. Any shows which are cancelled after several months of planning have support costs allocated on the basis of a percentage of budgeted turnover.

**GOVERNANCE COSTS**

	2024	2023
	£000	£000
Auditors' remuneration for audit services	24	24
Legal and professional fees	28	17
Staff costs	33	34
Other	13	10
	<b>98</b>	<b>85</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**10. STAFF**

**a. Staff costs**

	<b>2024</b>	<i>2023</i>
	<b>£000</b>	<i>£000</i>
Wages and salaries	<b>1,713</b>	<i>1,526</i>
Social security costs	<b>136</b>	<i>114</i>
Pension contributions	<b>59</b>	<i>146</i>
	<b>1,908</b>	<i>1,816</i>
	<b>1,908</b>	<i>1,816</i>

**b. Staff numbers**

The average number of full-time equivalent employees during the year was:

	<b>2024</b>	<i>2023</i>
	<b>No.</b>	<i>No.</i>
Office management	<b>23</b>	<i>23</i>
Permanent showground	<b>10</b>	<i>10</i>
	<b>33</b>	<i>33</i>
	<b>118</b>	<i>119</i>

The average headcount of employees during the year was:

**c. Higher paid staff**

One employee of the charity earned between £150,000 and £160,000 during the year (*2023: one employee earned between £110,000 and £120,000 during the year*). Pension contributions in respect of this employee were £10,000 (*2023: £9,167*).

One employee of the charity earned between £60,000 and £70,000 during the year (*2023: one employee of the charity earned between £60,000 and £70,000 during the year*). Pension contributions in respect of this employee were £3,720 (*2023: £3,339*).

**d. Remuneration of Key Management Personnel**

Aggregate employee benefits of key management personnel (including employer NIC and pension costs) totalled £443,242 (*2023: £485,639*). The comparative year includes the former Chief Executive working as a consultant with the new Chief Executive for a six-month period.

**e. Termination payments**

There were no termination payments during the year (*2023: £nil*).

**11. TRUSTEES REMUNERATION AND EXPENSES**

Neither the trustees nor persons connected with them received any remuneration or other benefits from the Society or any connected organisation.

No trustee expenses were reimbursed in 2024 or 2023.

No trustees waived any expenses in 2024 or 2023.

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**12. TANGIBLE FIXED ASSETS OF THE GROUP AND THE CHARITY**

	Freehold Land	Assets Under Construction	Buildings	Plant and Machinery	Motor Vehicles	Office/ Show Equipment	Total
	£000	£000	£000	£000	£000	£000	£000
<b>Cost</b>							
<i>At 1 December 2023</i>	955	1,159	5,891	957	45	325	9,332
Additions	-	16	1,251	37	-	29	1,333
Transfers	-	(1,159)	840	(284)	-	280	(323)
Disposals	-	-	-	(21)	-	(51)	(72)
	<b>955</b>	<b>16</b>	<b>7,982</b>	<b>689</b>	<b>45</b>	<b>583</b>	<b>10,270</b>
<b>Depreciation</b>							
<i>At 1 December 2023</i>	-	-	4,592	921	45	252	5,810
Transfers	-	-	3	(281)	-	278	-
Disposals	-	-	-	(21)	-	(51)	(72)
Charge for the year	-	-	218	18	-	30	266
	-	-	<b>4,813</b>	<b>637</b>	<b>45</b>	<b>509</b>	<b>6,004</b>
<b>Net Book Value</b>							
<b>At 30 November 2024</b>	<b>955</b>	<b>16</b>	<b>3,169</b>	<b>52</b>	<b>-</b>	<b>74</b>	<b>4,266</b>
<i>At 30 November 2023</i>	955	1,159	1,299	36	-	73	3,522

Included within tangible fixed assets above are perpetual cups and trophies with a cost of £53k. These have been held for a number of years and are fully written down at the Balance Sheet date.

Assets totalling £323k relating to Langdale Wood have been transferred to Investment Properties (disclosed in note 15).

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**13. INTANGIBLE FIXED ASSETS OF THE GROUP AND THE CHARITY**

<b>Cost</b>	<b>Website £000</b>	<b>Total £000</b>
<i>As at 1st December 2023</i>	62	62
Additions	27	27
Disposals	-	-
	<b>89</b>	<b>89</b>
<b>Amortisation</b>		
<i>As at 1st December 2023</i>	21	21
Charge on disposals	-	-
Charge for the year	16	16
	<b>37</b>	<b>37</b>
<b>Net book value</b>		
<b>At 30th November 2024</b>	<b>52</b>	<b>52</b>
<i>At 30th November 2023</i>	41	41

**14. INVESTMENTS**

	<b>Charity Listed Investments</b>			
	Unrestricted £000	Restricted £000	<b>2024 Total £000</b>	2023 £000
<i>At 1 December 2023</i>	1,349	985	<b>2,334</b>	1,269
Additions	267	1,972	<b>2,239</b>	1,180
Disposals	(592)	(2,040)	<b>(2,632)</b>	(138)
Net gains	111	48	<b>159</b>	23
<b>At 30 November 2024</b>	1,135	965	<b>2,100</b>	2,334
Cash balances awaiting reinvestment	32	91	<b>123</b>	65
<b>At 30 November 2024</b>	<u>1,167</u>	<u>1,056</u>	<b><u>2,223</u></b>	<u>2,399</u>
Historical cost	<u>674</u>	<u>1,006</u>	<b><u>1,680</u></b>	<u>2,014</u>

The Society owns 100% of the five £1 ordinary share capital of T.C.A. Trading Limited, which carries out the letting of facilities and associated activities.

The largest listed investment held represents 34% of the total portfolio however this is an investment in 3-month Government-backed Treasury T-Bills rather than with a single company and so does not represent a stock specific risk.

The market value of investments held outside of the UK was £545,897 (2023: £512,057).

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2024**

**15. INVESTMENT PROPERTIES**

	Group		Charity	
	2024	2023	2024	2023
	£000	£000	£000	£000
<i>Balance at 1 December 2023</i>	-	-	-	-
Additions	<b>230</b>	-	<b>230</b>	-
Transfers	<b>323</b>	-	<b>323</b>	-
Revaluation	<u><b>29</b></u>	-	<u><b>29</b></u>	-
<b>At 30 November 2024</b>	<u><b>582</b></u>	-	<u><b>582</b></u>	-

Two properties have been recognised as investment properties during the year. The Firs Farmhouse was purchased in the year for £230,000 and revalued at £232,000 as at 18<sup>th</sup> July 2024 by an independent surveyor Robert Parry FRICS, FAAV, a RICS qualified valuer with G Herbert Banks. The area of Langdale Wood subject to planning consent has been valued internally at £350,000 on the basis of 31.36 acres at a cost per acre of £11,161. A formal revaluation will take place once the area has been developed.

**16. OPERATING LEASE INCOME**

The following operating lease payments are committed to being received over the following period:

	Group		Charity	
	2024	2023	2024	2023
	£000	£000	£000	£000
<b>Leases expiring:</b>				
Within one year	<b>85</b>	-	<b>85</b>	-
Between two and five years	<b>340</b>	-	<b>340</b>	-
After five years	<b>10,165</b>	-	<b>10,165</b>	-

Income in the year included in the SOFA relating to the above lease was £34,878 (2023: £nil).

**THREE COUNTIES AGRICULTURAL SOCIETY  
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17. DEBTORS	Group		Charity	
	2024 £000	2023 £000	2024 £000	2023 £000
Trade debtors	96	139	25	57
Amounts due from subsidiary company	-	-	-	-
Prepayments and accrued income	61	602	61	594
Other debtors	37	63	37	63
	<u>194</u>	<u>804</u>	<u>123</u>	<u>714</u>
18. CREDITORS	Group		Charity	
	2024 £000	2023 £000	2024 £000	2023 £000
Trade creditors	84	58	84	58
Pension costs	6	14	6	14
Taxation and social security	34	32	34	32
Amounts due to subsidiary company	-	-	31	7
Other creditors	5	5	-	-
Accruals	201	85	201	85
Bank credit cards	5	2	5	2
Bank loans due within one year	521	335	521	335
Deferred income (see note 18)	229	337	134	247
	<u>1,085</u>	<u>868</u>	<u>1,016</u>	<u>780</u>
19. DEFERRED INCOME	Group		Charity	
	2024 £000	2023 £000	2024 £000	2023 £000
<i>Balance at 1 December 2023</i>	337	361	247	276
Released during the year	(337)	(361)	(247)	(276)
Income received in the year	229	337	134	247
<b>Deferred income at 30 November 2024</b>	<u>229</u>	<u>337</u>	<u>134</u>	<u>247</u>

Deferred income at 30 November 2024 represents income invoiced and advance tickets sold in respect of the shows to be held in 2025.

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**20. BANK LOANS**

	Group		Charity	
	2024 £000	2023 £000	2024 £000	2023 £000
Due within one year	521	335	521	335
Due between one and two years	5	512	5	512
Due between two and five years	17	-	17	-
Due in more than five years	<u>142</u>	-	<u>142</u>	-
<b>Total secured loans</b>	<b>685</b>	<b>847</b>	<b>685</b>	<b>847</b>
Less due within one year (see note 17)	<u>(521)</u>	<u>(335)</u>	<u>(521)</u>	<u>(335)</u>
<b>Total loans due in more than one year</b>	<b><u>164</u></b>	<b><u>512</u></b>	<b><u>164</u></b>	<b><u>512</u></b>

The Society entered into a loan agreement with NatWest Bank in 2020 to purchase agricultural land adjacent to the showground. At the balance sheet date £513k remains outstanding, repayable over 5 years at the bank's variable rate.

The Society also entered into a low interest CBILS loan agreement with NatWest Bank in 2020 to borrow funds during the Coronavirus Covid-19 Pandemic. This loan was repaid in full in December 2023.

The Society entered into a new loan agreement with NatWest Bank in 2024 to purchase The Firs Farmhouse, a detached property adjacent to the showground. At the balance sheet date £172k remains outstanding, repayable over 20 years at the bank's variable rate.

The two loans are secured over certain of the Society's assets.

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**21. A) STATEMENT OF FUNDS**

	<i>Balance at 1 December 2023</i>	<b>Income</b>	<b>Expenditure</b>	<b>Transfers</b>	<b>Gains / (losses)</b>	<b>Balance at 30 November 2024</b>
	<i>£000</i>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>
<b>Restricted funds</b>						
Educational bursaries	1,125	13	(36)	-	48	1,150
Staff training & apprentices	-	3	(3)	-	-	-
Ken Nottage Memorial Garden	-	21	-	(21)	-	-
Kildare Hall building project	1,500	-	-	(1,500)	-	-
<b>Total restricted funds</b>	<b>2,625</b>	<b>37</b>	<b>(39)</b>	<b>(1,521)</b>	<b>48</b>	<b>1,150</b>
<b>Unrestricted funds</b>						
Charity	3,493	6,133	(5,851)	1,521	111	5,407
Trading subsidiary	2	1,669	(1,669)	-	-	2
Eliminated on consolidation	-	(541)	541	-	-	-
<b>Total unrestricted funds</b>	<b>3,495</b>	<b>7,261</b>	<b>(6,979)</b>	<b>1,521</b>	<b>111</b>	<b>5,409</b>
<b>TOTAL FUNDS</b>	<b>6,120</b>	<b>7,298</b>	<b>(7,018)</b>	<b>-</b>	<b>159</b>	<b>6,559</b>

Restricted funds received from the Kildare Trust were fully expended during the year and the Kildare Hall was officially opened by HRH The Princess Royal on 19<sup>th</sup> July 2024. The restriction has been satisfied and the funds transferred to unrestricted funds.

Restricted funds donated toward the Ken Nottage Memorial Garden were fully expended during the year and the garden was officially opened on 16<sup>th</sup> September 2024. The restriction has been satisfied and the funds transferred to unrestricted capital.

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**21. B) COMPARATIVE STATEMENT OF FUNDS**

	<i>Balance at 1 December 2022 £000</i>	<b>Income £000</b>	<b>Expenditure £000</b>	<b>Transfers £000</b>	<b>Gains / (losses) £000</b>	<b>Balance at 30 November 2023 £000</b>
<b>Restricted funds</b>						
Educational bursaries	1,110	10	(7)	-	12	1,125
Kildare Hall building project	-	1,500	-	-	-	1,500
<b>Total restricted funds</b>	<b>1,110</b>	<b>1,510</b>	<b>(7)</b>	<b>-</b>	<b>12</b>	<b>2,625</b>
<b>Unrestricted funds</b>						
Charity	3500	5,407	(5,425)	-	11	3,493
Trading subsidiary	2	1,498	(1,498)	-	-	2
Eliminated on consolidation	-	(552)	552	-	-	-
<b>Total unrestricted funds</b>	<b>3,502</b>	<b>6,353</b>	<b>(6,371)</b>	<b>-</b>	<b>11</b>	<b>3,495</b>
<b>TOTAL FUNDS</b>	<b>4,612</b>	<b>7,863</b>	<b>(6,378)</b>	<b>-</b>	<b>23</b>	<b>6,120</b>

**22. NET ASSETS BY FUND**

	<b>2024</b>			<b>2023</b>		
	<b>Unrestricted funds £000</b>	<b>Restricted funds £000</b>	<b>Total £000</b>	<i>Unrestricted funds £000</i>	<i>Restricted funds £000</i>	<i>Total £000</i>
Tangible and intangible fixed assets	4,318	-	4,318	2,958	605	3,563
Investments	1,749	1,056	2,805	1,387	1,012	2,399
Current assets	591	94	685	530	1,008	1,538
Current liabilities	(1,084)	-	(1,084)	(868)	-	(868)
Long term liabilities	(165)	-	(165)	(512)	-	(512)
<b>Net assets</b>	<b>5,409</b>	<b>1,150</b>	<b>6,559</b>	<b>3,495</b>	<b>2,625</b>	<b>6,120</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**23. RELATED PARTY TRANSACTIONS**

During the current year forestry services to the value of £1,920 (2023: £660) were provided by Adrian Hope Tree Services, a business jointly owned by Adrian Hope who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2023: £Nil).

During the current year professional fees to the value of £260 (2023: £287) were provided by McCartneys LLP, a business of which Clive Roads is a Partner and Chairman who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2023: £Nil).

During the current year videography services to the value of £1,000 (2023: £100) were provided by Jade Edwards, a business which is related to Jane Edwards, Head of Shows at Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2023: £Nil).

During the current year no services were provided by Agri Management Solutions Ltd (2023: £25,590), a business of which James Hawkins is a director who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2023: £Nil).

All payments shown are net of V.A.T.

All related party transactions are undertaken at arm's length and in accordance with the Society's procurement policy.

There are no further related party transactions requiring disclosure.

**24. CAPITAL COMMITMENTS**

There were no capital commitments at the yearend (2023: £1,095k).

**25. PENSION COMMITMENTS**

The Society operates two defined contribution schemes. Contributions are charged to the Statement of Financial Activities (SoFA) as they become due. The assets are held separately from those of the charity in independently administered funds. The amount charged to the SoFA for the year was £58,793 (2023: £146,477). At the year-end £6,134 (2023: £14,400) remained outstanding.

**26. CONTINGENT ASSETS**

The Society is in discussion with a consultant to advise on a possible refund of overpaid output VAT which relates to fundraising events held in the current financial year and earlier periods. A letter of engagement is to be agreed between the parties. The outcome of any claim remains uncertain but should HMRC agree to the request in full the estimated refund would be in the region of £837,000 (2023: £Nil).

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**27. GROUP FINANCIAL INSTRUMENTS**

	<b>2024</b>	<i>2023</i>
	<b>£000</b>	<i>£000</i>
Financial assets measured at fair value	<b>2,223</b>	2,399
Financial assets measured at amortised cost	<b>638</b>	1,473
Financial liabilities measured at amortised cost	<b>(1020)</b>	(997)

Financial assets measured at fair value comprise of investments.

Financial assets measured at amortised cost comprise of cash, trade debtors, accrued income, and other debtors.

Financial liabilities measured at amortised cost comprise of trade creditors, accruals, bank credit cards, bank loans, and other creditors.

There were no impairment losses charged to non-financial assets measured at settlement value in the year (2023: £1k).

**28. ANALYSIS OF CHANGES IN NET DEBT**

	<i>Balance at 1 December 2023</i>	<b>New finance leases</b>	<b>Cash- flows</b>	<b>Fair value movements</b>	<b>Other non-cash changes</b>	<b>Balance at 30 November 2024</b>
	<i>£000</i>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>
Cash	734	-	(243)	-	-	<b>491</b>
	734	-	(243)	-	-	<b>491</b>
Loans falling due within one year	(335)	-	<b>335</b>	-	<b>(521)</b>	<b>(521)</b>
Loans falling due after more than one year	(512)	-	-	-	<b>348</b>	<b>(164)</b>
Finance lease obligations	-	<b>(26)</b>	<b>5</b>	-	-	<b>(21)</b>
<b>Total</b>	<b>(113)</b>	<b>(26)</b>	<b>97</b>	-	<b>(173)</b>	<b>(215)</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2024**

**29. GRANTS PAYABLE**

During the current year, the Society made grant awards totalling £83k (2023: £58k) towards show gardens for the RHS Malvern Spring Festival.

Of these:           £42k was paid out to 4 small businesses (2023: £18k, 3 businesses);  
                      £34k was paid out to 4 individuals (2023: £37k, 3 individuals);  
                      £3k was paid out to 11 schools (2023: £3k, 10 schools); and  
                      £4k was paid out to 5 flower societies (2023: £Nil)

The Society also paid out educational bursary awards in the year totalling £45k (2023: £6k).

There were no grants committed to but outstanding for payment at the year-end (2023: £Nil).

**30. OPERATING LEASES**

As at 30 November 2024 the Group had future minimum lease payments under non-cancellable operating leases as follows:

	<b>2024</b>	<i>2023</i>
	<b>£000</b>	<i>£000</i>
Expiry date:		
Less than 1 year	1	4
Within 1 - 5 years	0	1
	1	5

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2024**

**31. COMPARATIVE CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES**

	Note	Unrestricted Funds 2023 £000	Restricted Funds 2023 £000	Total Funds 2023 £000
<b>INCOME FROM</b>				
<b>Donations and Legacies</b>	3	1	1,510	1,511
<b>Charitable activities</b>				
Agricultural and horticultural shows	4	4,618	-	4,618
<b>Other Income</b>	5	-	-	-
<b>Other trading activities</b>				
Fundraising events		185	-	185
Trading subsidiary income	6	1,498	-	1,498
Investments	7	51	-	51
<b>Total</b>		<u>6,353</u>	<u>1,510</u>	<u>7,863</u>
<b>EXPENDITURE ON</b>				
<b>Charitable activities</b>				
Agricultural and horticultural shows	9A	5,241	-	5,241
Educational bursaries	9B	3	7	10
<b>Other</b>				
Fundraising events	9B	172	-	172
Trading subsidiary expenditure	9B	946	-	946
Investment management costs	9B	9	-	9
<b>Total</b>		<u>6,371</u>	<u>7</u>	<u>6,378</u>
Net (losses) on investments		11	12	23
<b>Net income</b>		<u>(7)</u>	<u>1,515</u>	<u>1,508</u>
<b>RECONCILIATION OF FUNDS</b>				
<i>Total funds brought forward at 1 December 2022</i>		3,502	1,110	4,612
<b>TOTAL FUNDS CARRIED FORWARD AT 30 NOVEMBER 2023</b>	21	<u>3,495</u>	<u>2,625</u>	<u>6,120</u>

**THREE COUNTIES AGRICULTURAL SOCIETY**

England & Wales - Charity number 511868

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# Accounts

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Registered Charity Number: 511868  
Company number: 01568571

**Three Counties Agricultural Society  
(a company limited by guarantee)**

**Annual Report and Financial Statements**

**For the year ended 30 November 2023**

**THREE COUNTIES AGRICULTURAL SOCIETY**

**REPORTS AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2023**

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# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES FOR THE YEAR ENDED 30 NOVEMBER 2023

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### THE BOARD

The Board of Trustees (who are the trustees of the Society for the purposes of charity law and the directors of the company for the purposes of company law) of the Three Counties Agricultural Society ("the Society") present their annual report for the year ended 30 November 2023 prepared in accordance with section 415A of the Companies Act 2006 relating to small entities, and the Charities Act 2011, together with the audited financial statements for that year.

### REFERENCE AND ADMINISTRATIVE DETAILS

The Three Counties Agricultural Society is a registered Charity (No. 511868) and a company (No. 01568571) limited by membership guarantee. Its principal address and registered office is shown on page 9.

The members of the Board of Trustees, which includes the present trustees, and any past trustees who served during the year, are given on page 9, together with the name of the Chief Executive. The President and Vice-Presidents and external advisers of the Society are as set out on pages 9 to 11.

### STRUCTURE, GOVERNANCE AND MANAGEMENT

The Society is governed by its Memorandum adopted on 12 May 1981 and last amended on 30 May 2008 and Articles of Association adopted on 28 October 1992 and last amended on 16 June 2023.

Under the Articles of Association amendment adopted on 24 November 2005, the number of trustees is a maximum of twelve and the number of Council members a maximum of forty-five. The Board is responsible for the overall governance of the Society. Trustees are either elected or co-opted and the total number of trustees may not exceed twelve. Nine trustees are elected directly by Council and three may be co-opted by the Board of Trustees. Elected trustees may remain in office for three years but may not serve more than three consecutive full terms. Co-opted trustees are appointed by the Board of Trustees and may serve for up to two terms of three years or on other terms determined by the Board at the time of their co-option.

Effective partnership between trustees and staff continues to contribute significantly to our success. To increase the effectiveness of the trustees' roles and responsibilities, each has portfolio interests which require an understanding and a responsibility for specific aspects of the Society's work. Trustees are required to meet at least five times a year. Apart from the AGM, these meetings include four Board meetings where trustees review strategy and operational/investment performance and set operating plans and budgets. New trustees receive an information pack containing everything they need to know about the Society and its work for effective and informed decision-making, and trustee training sessions are held whenever a requirement is identified. Additional strategic reviews are held as and when needed for any other purpose.

Key Management Personnel for the Society are outlined on page 10. Remuneration is set by the Remuneration Committee, which is appointed by the Board of Trustees. The Remuneration Committee meets annually and includes the Chairman of the Board of Trustees, Chairman of Council, a County Director, and a Co-opted Director whose role is to benchmark proposed remuneration for key management personnel against similar organisations. The role of the Remuneration Committee is to approve staff bonuses and remuneration for the forthcoming year for all staff, with the objective of encouraging enhanced performance and rewarding fairly and responsibly individual contributions to the charity's success.

The Board delegates the exercise of certain powers in connection with the management and administration of the Society as set out below. This is controlled by requiring regular reporting back to the Board so that all decisions made under delegated powers can be ratified by the full Board in due course.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2023

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### RISK AND AUDIT REVIEW COMMITTEE

The Risk and Audit Review Committee is a committee of the Council whose purpose is to advise the Board on risk management and internal control and act as an independent review mechanism for the preparation and audit of the annual financial statements. The committee is formed of five individuals, at least two of whom shall be Council members and all of whom will be independent of the Board of Trustees. One of these shall be Chairman of the committee.

The committee has introduced a formal risk management process to assess business risks and implement risk management strategies. This has involved identifying the types of risks the Society faces, prioritising them in terms of potential impact and likelihood of occurrence, and identifying means of mitigating the risks. As part of this process the committee has reviewed the adequacy of the Society's current internal controls and the costs of operating particular controls relative to the benefits obtained. Procedures have been established for reporting failings immediately to appropriate levels of management and to the Board of Trustees.

The Board confirms that the major risks to which the Society is exposed, as identified by the committee, have been reviewed on page 7 and systems have been established to mitigate those risks.

### CHIEF EXECUTIVE

The Chief Executive is responsible for the day-to-day management of the Society's affairs and for implementing policies agreed by the Board of Trustees. The Chief Executive is assisted by a team of senior managers.

### GROUP STRUCTURE

The Society has a wholly owned subsidiary, T.C.A. Trading Limited. The subsidiary carries out trading activities to raise funds for donating to the Society under Gift Aid, and during the financial year made an operating profit of £552k (2022: £580k) all of which has been donated to the Society under gift aid rules.

### STATEMENT OF TRUSTEES' RESPONSIBILITIES AND CORPORATE GOVERNANCE

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

Company law requires the trustees to prepare financial statements for each financial year. Under company law the trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and the Group and of the incoming resources and application of resources, including the income and expenditure, of the charitable company/group for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make 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 company will continue in business.

The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions, disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006 and the provisions of the charity's constitution. They are also responsible for

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2023

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safeguarding the assets of the charity and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

So far as each of the trustees is aware at the time the report is approved:

- there is no relevant audit information of which the auditor is unaware, and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

### CORPORATE GOVERNANCE

The Society's updated Articles of Association were formally adopted at the AGM on the 16<sup>th</sup> June and were subsequently submitted and approved by the Charity Commission.

Internal controls over all forms of commitment and expenditure continue to be refined to improve efficiency. Processes are in place to ensure that performance is monitored, and that appropriate management information is prepared and reviewed regularly by both the executive management and the Board.

The systems of internal control are designed to provide reasonable but not absolute assurance against material misstatement or loss. They include:

- a strategic plan and annual budget approved by the trustees;
- regular consideration by the trustees of financial results, variances from budgets, non-financial performance indicators and benchmarking reviews;
- delegation of day-to-day management authority and segregation of duties; and
- identification and management of risks.

### OBJECTS, OBJECTIVES AND PRINCIPAL ACTIVITIES OF THE SOCIETY

The Memorandum of Association reflects the activities of the Society and incorporates the Charity Commission's GD1 model clause on trustees' benefits. The following is an extract from the Society's Memorandum of Association:

"The Society's primary object is to promote agriculture, horticulture, arboriculture, apiculture, forestry, rural crafts and skills and conservation for the public benefit; and in particular, but not exclusively, by:

- holding demonstrations of modern agricultural methods and processes;
- holding shows for the exhibition of agriculture, livestock, poultry, animal husbandry, farm and horticultural produce and forestry, and for the demonstration of agricultural and horticultural methods and processes, rural crafts and skills, machinery, vehicles, domestic goods, implements, tools and appliances, animal feed stuffs, fertilisers, seeds, and other items appertaining or ancillary to agriculture, horticulture, or any allied industry."

Each year the Society sets objectives which not only address the strategic objectives contained in the Memorandum but include tactical and operational objectives. The objectives for 2023, the Society's achievements against those objectives and the objectives for 2024 are discussed under the heading of Achievements and Performance, set out below.

Our vision is to be the regional centre within the Three Counties dedicated to the promotion of agriculture, horticulture, and arboriculture through public and trade shows and through direct/indirect education programmes.

### PUBLIC BENEFIT

As a charitable trust, the Society seeks to benefit the public through its stated aims which are shown in the Objects, Objectives and Principal Activities of the Society section of this report.

In furtherance of these aims the directors, as charity trustees, have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant subsector guidance concerning the operation of the Public Benefit requirement under the Act.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2023

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### GRANT-MAKING

The RHS Malvern Joint Show Committee makes annual grant awards to show garden designers which are a key feature of the RHS Malvern Spring Festival. The show gardens promote horticulture and arboriculture and themes in recent years have been linked to conservation. The Society also awards educational bursaries in accordance with its charitable objectives.

Decisions regarding grant awards and bursaries are made in advance but are not communicated or committed until the financial period they relate to, and payments are only made when achievements and performance targets are met.

### ACHIEVEMENTS AND PERFORMANCE

The specific objectives which the Society sets itself for the year are shown below along with an assessment of performance against those objectives:

#### OBJECTIVES FOR 2023

- 1. To deliver the Society's charitable objects and maintain its good image through the staging of high quality, profitable shows which promote British agriculture, horticulture, equine pursuits, and the rural economy.**

Despite the threat of disruption from various weather events in the build-up to all three major shows, only the final day of Malvern Autumn Show was adversely affected by weather due to high winds. As a result, all three shows were well attended with ticket revenue in line with 2022. Visitor feedback has been universally positive about the quality of the content of the shows programme, with high profile celebrity visitors and excellent media coverage on national television for all shows bringing an additional benefit in helping the Society to promote our charitable objectives to a wide and diverse audience well beyond the Three Counties.

- 2. To deliver expanded education and bursary programmes in line with the objects of the Society.**

The John Tedstone bursary was launched by HRH The Princess Royal at RHS Malvern Spring Festival in May 2022. The late John Tedstone of Leominster was a renowned Orchardist and Farmer. He bequeathed his farm to the Three Counties Agricultural Society with the proceeds from the sale being used in accordance with his will to provide bursaries for agricultural and horticultural students, which fits perfectly within the objects of the Society and its charitable aims.

In 2023 seven applications for funding support were received from students to help with tuition fees, accommodation costs and educational resources. Five requests were approved and two are in progress at the current time.

- 3. To ensure positive operating cash flow at all times**

Positive operating cashflow was maintained throughout the year. For 2023 net cash inflow from operating activities was £1,109k (2022 £451k).

- 4. To analyse overheads to ensure they are necessary for delivering the Society's objects.**

Overhead expenditure is regularly reviewed during internal meetings of the executive management team, at Board Trustee meetings as part of the Finance update standing agenda item and during the Budget setting process for the following financial year. Additionally in 2023 a detailed exercise was undertaken to review, analyse and apportion all head office costs across shows and venue hire to give a view as to the 'true' profitability of the Society's shows and T.C.A. Trading Ltd activities.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2023

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**5. To retain and develop a quality staffing team capable of constantly delivering high standards whilst considering the need for succession planning.**

During 2023 the existing staff structure was reviewed to identify any areas which were under resourced or where there was a potential over reliance on particular individuals within the team, which could pose a risk to the smooth running of the Society. As a result, the team was re-structured into three departments: Finance, Shows & Marketing, and Operations. This was to ensure better continuity, co-operation, and support for all roles across and between departments.

The Society continues to support the use of apprenticeship schemes with its first two apprentices graduating in 2023 and taking on new roles within the estates industry.

**6. To explore new business opportunities for the longevity of the Society.**

Showground venue hire continued to be a primary focus of new business in 2023, with the department generating record revenues, despite there being very few dates in the calendar available for additional business. New events included a Three Counties Food and Drink Festival, Kit Car event and Chamber of Commerce Expos. Heads of Terms for the longstanding development of a lodge park in Langdale Wood were agreed during the year with a third-party developer, with work expected to commence in 2024.

**7. To identify and mitigate against potential risks that threaten the Society's reputation and existence.**

The Society runs a Risk and Audit Review Committee, which proactively monitors potential risks through its Risk Register, applying mitigation where necessary. The existing Risk Register document was updated in 2023 to include a risk scoring matrix to identify key areas of concern. The Risk Register is reviewed and updated as a standing agenda item at both the Risk and Audit Review Committee and at each Board of Trustees meeting.

**8. To continue to develop the standard of the showground through planned maintenance and capital projects.**

A programme of continued maintenance and reporting is delivered by the highly skilled Estate Team. This, combined with a substantial year-on-year capital budget, has contributed to the high standard of the showground. This is a key factor for long standing hirers deciding to return to the showground.

**9. To consider new practices relating to the environment and sustainability.**

In 2023 the Society began work on calculating its Co2te emissions as part of a Co2 reduction strategy. As part of its commitment to sustainability, the Society already operates a no plastic bottle policy for all Shows and trade stands on the Showground. Additionally, the Society changed electricity vendor in the year to agree a contract for 100% renewable energy from renewable energy generators as an important part of that strategy. Remote electricity meters at four locations across the showground provide instant and accurate monitoring of electricity usage, helping to identify excessive consumption levels whilst enabling the accurate re-charge of over-consumption to the Society's venue hire clients.

Options are currently being explored for introducing photovoltaic cells on a number of buildings around the showground to generate renewable electricity. In addition, the Society continues to maintain its ISO 14001 accreditation.

**10. To maintain good relations with stakeholders and the local community.**

Regular contact with our neighbours, continuous updates on our website and an effective enquiry and complaints system all contribute to maintaining good relations. The new Chief Executive has focussed on building relationships with all of the Showground's neighbours, attending scheduled meetings with local Parish Councils, which ceased during the height of Covid-19, as well as liaising with stakeholders such as local government, National Landscapes (formerly AONB), community groups and partners.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2023

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### OBJECTIVES FOR 2024

The objectives for 2024, together with the strategies to achieve those objectives, are set out below:

- To deliver the Society's charitable objects through the staging of high-quality shows, suitable for all ages, which promote British agriculture, horticulture, equine pursuits, and the rural economy.
- To deliver expanded education and bursary programmes administered by the Charitable Objectives and Education Committees in line with the objects of the Society.
- To focus on developing strategies to calculate and reduce the environmental impact of the Society's shows and venue hire programme.
- To explore new business opportunities and income streams to further aid the Society in achieving its objects.
- To retain and develop a quality staffing team capable of constantly delivering high standards with a focus on training and succession planning.
- To maintain positive operating cash flow at all times.
- To manage overheads to ensure they are relevant and proportionate in delivering the Society's objects.
- To identify and mitigate potential risks that threaten the Society's reputation and continued operation.
- To continue to maintain and enhance the standard of the showground through maintenance and capital projects.
- To continue to maintain good relations with stakeholders and the local community.

### STRATEGIES FOR ACHIEVING OBJECTIVES

These objectives will be developed through the use of the following strategies:

- A. Best practice in agriculture, horticulture, equestrian, the countryside, and rural economy are to continue to be displayed at the Society's shows.
- B. A newly formed Charitable Objectives Committee to work alongside the Society's Education Committee to give strategic direction and support to deliver the Society's objects.
- C. A focus on new opportunities to continue to diversify the Society's revenue opportunities.
- D. Best practice in HR management, recruitment, training and open communication to maintain a motivated highly skilled team.
- E. A review of finance systems and processes with a view to streamlining existing workflows, allowing more time to focus on analysing income and overheads.
- F. A maintenance programme supported by capital investment, delivered by an established Estate Team and the continued use of apprenticeships, ensuring showground standards are maintained.
- G. Ongoing engagement with the local community to maintain good relations and lines of communication with stakeholders.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2023

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### FINANCIAL REVIEW AND RESULTS FOR THE YEAR

The main source of funding for the Society is ticket income from agricultural and horticultural shows. Total ticket income for the year was £2,515k (2022: £2,558k) making up 32% (2022: 39.6%) of total income.

During the year the Society received a commitment from the Kildare Trust to donate a total of £1,500k (2022, £Nil) towards the construction of a new exhibition hall which was under construction at the yearend. A total of £605k of the amount committed had been expended by the year end (2022, £Nil).

The Statement of Financial Activities (SoFA), set out on page 16, shows that total incoming resources including the amount committed by the Kildare Trust increased by 21.7% to £7,863k (2022: £6,461k). Expenditure on charitable activities increased by 6.3% to £5,251k (2022: £4,941k) whilst total resources expended amounted to £6,378k (2022: £6,304k) resulting in a net surplus for the year before gains / (losses) on investments of £1,485k (2022: £157k). This resulted in total funds carried forward increasing by £1,508k to £6,120k (2022: increasing by £104k to £4,612k).

### T.C.A. Trading Limited

Without the NHS Vaccination Centre income, revenue for the company during the year decreased by 16% to £1,498k (2022: £1,791k). The company undertakes the trading activities of the Society and generated a profit of £552k which has been donated to the Society under the provisions of Gift Aid (2022: £580k).

### FINANCIAL MANAGEMENT POLICIES

#### Key Risks and Reserves Policy

Each year the Board considers the Society's exposure to major risks in terms of their likely impact on its income sources and planned expenditure in the short term.

The major risks to the Society are a decline in revenues from the major shows through inclement weather, an economic downturn, or an outbreak of either a virus such as Covid-19 or diseases affecting either plants or livestock. The trading subsidiary is also vulnerable to these risks.

Short-term cashflow continues to be an area of risk. The Society's main source of income is derived from ticket sales, most of which are now paid in advance, however most of the associated income from ticket sales is received after the shows have taken place. Rising costs particularly electricity and tentage continue to reduce profit margins and put additional pressure on cashflow in the run up to the Society's main shows. The Society has been mitigating against these risks by maintaining its excellent credit rating in order to renegotiate the release of ticket income sooner, by constructing a new exhibition hall to reduce the requirement for tentage, and by creating a new part-time fund-raising position to access grant-based support for investment in renewable energy and low energy solutions.

During 2020 the Society took advantage of low interest rates to borrow £1m under the Government's Coronavirus Business Interruption Loan Scheme (CBILS), however rising interest rates during 2022 and 2023 subsequently increased the cost of the Society's borrowing with an adverse effect on the profit contribution for the year. Long term exposure to high interest rates on its borrowing was identified as a risk to the Society's ability to return its reserves to pre-covid levels. At the yearend meeting the Board of Trustees took the decision to de-risk the Society's balance sheet by clearing the remaining balance of the CBILS loan at the earliest opportunity.

As a matter of policy, the trustees review the value of the reserves retained in the form of investments. The trustees believe the Society should continue to hold in the investment portfolio sufficient funds to allow the Society to be run efficiently, to provide a buffer against the short notice cancellation of a major show, to fund fixed capital renewals and maintenance to the Showground and to provide up to twelve-months' resource expended on administration and governance costs of the Society.

Total reserves at the year-end were £6,120k (2022: £4,612k). Of these, £2,625k were restricted at the year-end (2022: £1,110k). This is disclosed in note 19. Unrestricted reserves include amounts that could only be realised by disposing of fixed assets totalling £2,958k, therefore free reserves at the year-end total £537k (2022: £475k). This remains below the amount outlined in the reserve policy and whilst situation continues it is being closely monitored by the Trustees at their regular Board meetings.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2023

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### **Investment Policy and performance**

The Society's investments were valued at £1,354k at the start of the financial year. A second investment fund was set up during the year to invest £1m of the Society's restricted funds. Both investment funds are managed with a cautious to medium risk profile. As at the balance sheet date, the two funds are now valued at £2,399k.

At the yearend meeting the Society's Board took the decision to temporarily draw down sufficient funds from investments to repay the balance of the CBILS loan. Monthly repayments would then commence to return the investment portfolio back to its November 2023 yearend levels.

Having reviewed the portfolio during the year and compared its long-term performance against multi-asset funds and the market benchmark, the trustees remain satisfied that the Society's investments continue to perform adequately enough to service its reserves policy.

### **Going Concern**

The trustees believe that the Charity's financial resources and contingency planning is sufficient to ensure the ability of the Charity to continue as a going concern for the foreseeable future and therefore the financial statements have been prepared on this basis. This also applies to the trading subsidiary, T.C.A Trading Limited.

### **HEALTH AND SAFETY**

In the pursuit of excellence in all its activities the Society is committed to the promotion and implementation of health and safety measures to minimise both work-related accidents and ill health. The safety of visitors, staff, volunteers, and the contractors who visit the showground is of primary importance and it is the responsibility of the Chief Executive to ensure that all operations are conducted in accordance with health, safety and environmental legislation and standards to which the Society subscribes. Accountability for health and safety matters follows the acknowledged line management chain of authority to the manager or individuals specifically tasked and trained to exercise control.

### **EMPLOYEES**

The Society aims to be an organisation where employees enjoy a sense of fulfilment and where they feel supported and developed. Employees are kept fully informed about the Society's strategy and objectives, as well as day-to-day news and events. Information about the organisation is available through regular briefings and post-show meetings as well as a monthly digital staff newsletter. All employees are encouraged to give their suggestions and views on performance and strategy. The Society continues to follow a policy of recruitment and promotion on the basis of aptitude and ability without discrimination.

### **PENSIONS**

The Society operates a contributory defined contribution pension scheme in which all permanent employees are entitled to participate, together with a workplace pension for the appropriate employees.

### **RELATED PARTY TRANSACTIONS**

The related party transactions are included in note 21 to these financial statements.

### **FUNDRAISING**

The charity had no fundraising activities requiring disclosure under S162A of the Charities Act.

### **DIRECTOR'S INDEMNITY INSURANCE**

The Society has in place an annual Management Liability Insurance policy to indemnify directors or officers against any claim first made against them to a limit of £500,000 for any wrongful act covered by the policy in their capacity as a director, officer, or employee of the charity and its trading subsidiary. The premium for the year was £2,357 including insurance premium tax (2022: £2,357).

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2023

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### REFERENCE AND ADMINISTRATIVE INFORMATION:

#### PRINCIPAL ADDRESS AND REGISTERED OFFICE

The Showground  
Malvern  
Worcestershire  
WR13 6NW

#### SECRETARY

Ken Nottage (to 2 March 2023)  
David Prescott (from 2 March 2023)

#### PRESIDENT

The Rt Revd. Rachel Treweek (from 1 December 2022 to 30 November 2023)  
Henry Berkeley (from 1 December 2023)

#### VICE PRESIDENTS

Laura Hamilton (from 1 December 2022 to 30 November 2023)  
Francis Harcombe (from 1 December 2022 to 30 November 2023)  
Penny Corbett (from 1 December 2022 to 30 November 2023)  
Mark Tufnell (from 1 December 2023)  
Penelope Bossom (from 1 December 2023)  
Andrew Powers (from 1 December 2023)

#### CHIEF EXECUTIVE

Ken Nottage (to 2 March 2023)  
David Prescott (from 2 March 2023)

#### MEMBERS OF THE BOARD OF TRUSTEES

Lindsey Craddock (County Director)  
Nicholas Dee  
Peter Dowle (resigned 6 November 2023)  
Laura Hamilton (from 8 December 2022)  
James Hawkins  
Adrian Hope (County Director)  
Glyn Morgan MBE (from 10 January 2023)  
Roger Phillips (from 7 December 2023)  
Clive Roads (to 7 December 2023)  
David Smart (Chairman from 1 December 2022)  
Tamar Thompson OBE (from 8 December 2022)  
Michael Weaver (County Director)

#### RISK AND AUDIT REVIEW COMMITTEE

Ruth Goodman  
Chris Lloyd  
Tania Phillips  
Mark Tufnell (Chairman)  
Mary Wathen

#### MEMBERS OF COUNCIL

Penelope Bossom  
Oliver Bruce (to 30 November 2023)  
Philip Burford  
Rachael Chamberlayne  
Emma Coates (from 23 March 2023)  
Penny Corbett  
Lindsey Craddock  
Richard Davies  
Nicholas Dee

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2023

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### MEMBERS OF COUNCIL (Continued)

Peter Dowle	(resigned 6 November 2023)
Ruth Goodman	
Robert Grinnall	
Laura Hamilton	
Francis Harcombe	
John Harper	
Maurice Hart	
James Hawkins	
Dene Hazelwood	
Adrian Hope	
Andrew Lloyd	(from 23 March 2023)
Glyn Morgan MBE	
Tracey Morgan	(from 7 December 2023)
Cate Morris	(resigned 13 October 2023)
Iain Morrison	
David Owens	
Roger Phillips	(Chairman from 7 December 2023)
Tania Phillips	
Andrew Powers	
Geoff Probert	
Bill Quan	
Clive Roads	(Chairman to 7 December 2023)
Henry Robinson	(resigned 8 December 2022)
Peter Rose	
James Sage	
Helen Smalley	
David Smart	
Mark Tufnell	
Gareth Wall	(resigned 23 January 2023)
Mary Wathen	
Graham Watkins	
Richard Watkins	(from 23 March 2023)
Dermot Weaver	
Michael Weaver	
Paul Westaway	(from 8 December 2022)

### KEY MANAGEMENT PERSONNEL

Paul Butler – Head of IT and Ticketing	
Jane Edwards – Head of Shows and Marketing	
David Fenwick – Head of Finance	
Ken Nottage – Chief Executive	(to 2 March 2023)
David Prescott – Chief Executive	(from 2 March 2023)
Ben Russell – Head of Operations	(from 25 September 2023)
John Wilesmith – Head of Operations	(to 25 September 2023)

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2023

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### PRINCIPAL PROFESSIONAL ADVISERS

#### Independent Auditor

Crowe U.K. LLP  
Statutory Auditor  
4<sup>th</sup> Floor St James House  
St James Square  
Cheltenham  
GL50 3PR

#### Principal Bankers

National Westminster Bank plc  
1 The Cross  
Worcester  
WR1 3PR

#### Solicitors

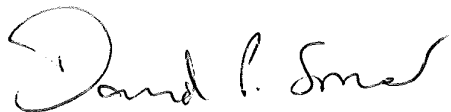
MFG Solicitors LLP  
20-21 The Tything  
Worcester  
WR1 1HD

#### Investment Managers

Rathbone Investment Management Limited  
Port of Liverpool Building  
Pier Head  
Liverpool  
L3 1NW

The report of the trustees has been prepared in accordance with section 415A of the Companies Act 2006 relating to small companies.

This report was approved by the Board on 6<sup>th</sup> March 2024 and signed on their behalf.



**D P Smart**  
**Chairman**

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY**  
**FOR THE YEAR ENDED 30 NOVEMBER 2023**

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**Independent Auditor's Report to the Members and Trustees of Three Counties Agricultural Society**

**Opinion**

We have audited the financial statements of Three Counties Agricultural Society ('the charitable company') and its subsidiary ('the group') for the year ended 30 November 2023 which comprise the consolidated Statement of Financial Activities, the charity and consolidated Balance Sheets, the consolidated Cashflow Statement, and notes to the financial statements, including 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 the charitable company's affairs as at 30 November 2023 and of the group's income and expenditure, for the year 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 and charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Conclusions relating to going concern**

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's or 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 trustees with respect to going concern are described in the relevant sections of this report.

**Other information**

The trustees are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2023**

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Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**Opinions on other matters prescribed by the Companies Act 2006**

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

- the information given in the trustees' report, which includes the directors' report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report included within the trustees' report has been prepared in accordance with applicable legal requirements.

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

In light of the knowledge and understanding of the group and charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the directors' report included within the trustees' 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 and proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemptions in preparing the Trustees' Annual Report and from the requirement to prepare a strategic report.

**Responsibilities of trustees**

As explained more fully in the trustees' responsibilities statement set out on page 2, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

**Auditor's responsibilities for the audit of the financial statements**

We have been appointed as auditor under section 151 of the Charities Act 2011 and under the Companies Act 2006 and report in accordance with the Acts and relevant regulations made or having effect thereunder.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2023**

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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.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

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

**Extent to which the audit was considered capable of detecting irregularities, including fraud**

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company and group operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 and the Charities Act 2011, together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's and the group's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company and the group for fraud.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Trustees and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be with the timing and recognition of ticket and trade stand income, and the override of controls by management. Our audit procedures to respond to these risks included enquiries of management, and the Finance Committee about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, reviewing accounting estimates for biases, reviewing regulatory correspondence with the Charity Commission, designing testing around the timing and recognition of ticket and trade stand income, and reading minutes of meetings of those charged with governance.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2023**

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**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.



Tara Westcott  
Senior Statutory Auditor  
For and on behalf of  
**Crowe U.K. LLP**

Statutory Auditor  
4<sup>th</sup> Floor St James House  
St James Square  
Cheltenham  
GL50 3PR

19 March 2024

Crowe U.K. LLP is eligible for appointment as auditor of the charity by virtue of its eligibility for appointment as auditor of a company under section 1212 of the Companies Act 2006.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES**  
(Incorporating an Income and Expenditure Account)  
**FOR THE YEAR ENDED 30 NOVEMBER 2023**

	Note	Unrestricted Funds £000	Restricted Funds £000	Total Funds 2023 £000	Total Funds 2022 £000
<b>INCOME FROM</b>					
<b>Donations and Legacies</b>	3	1	1,510	1,511	10
<b>Charitable activities</b>					
Agricultural and horticultural shows	4	4,618	-	4,618	4,465
<b>Other Income</b>	5	-	-	-	11
<b>Other trading activities</b>					
Fundraising events		185	-	185	153
Trading subsidiary income	6	1,498	-	1,498	1,791
Investments	7	51	-	51	31
<b>Total</b>		<b>6,353</b>	<b>1,510</b>	<b>7,863</b>	<b>6,461</b>
<b>EXPENDITURE ON</b>					
<b>Charitable activities</b>					
Agricultural and horticultural shows	9A	5,241	-	5,241	4,933
Educational bursaries	9B	3	7	10	8
<b>Other</b>					
Fundraising events	9B	172	-	172	143
Trading subsidiary expenditure	9B	946	-	946	1,212
Investment management costs	9B	9	-	9	8
<b>Total</b>		<b>6,371</b>	<b>7</b>	<b>6,378</b>	<b>6,304</b>
Net gains / (losses) on investments		11	12	23	(53)
<b>Net income / (expenditure)</b>		<b>(7)</b>	<b>1,515</b>	<b>1,508</b>	<b>104</b>
<b>RECONCILIATION OF FUNDS</b>					
Total funds brought forward at 1 December 2022	19	3,502	1,110	4,612	4,508
<b>TOTAL FUNDS CARRIED FORWARD AT 30 NOVEMBER 2023</b>	19	<b>3,495</b>	<b>2,625</b>	<b>6,120</b>	<b>4,612</b>

All amounts relate to continuing operations. The notes on pages 19 to 36 form part of these financial statements.

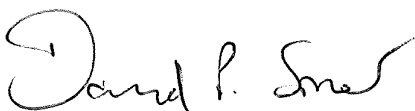
**THREE COUNTIES AGRICULTURAL SOCIETY  
CHARITY AND CONSOLIDATED BALANCE SHEETS  
AS AT 30 NOVEMBER 2023  
COMPANY NUMBER: 01568571**

	Notes	GROUP		CHARITY	
		2023	2022	2023	2022
		£000	£000	£000	£000
<b>FIXED ASSETS</b>					
Tangible assets	12	3,522	2,996	3,522	2,996
Intangible assets	13	41	31	41	31
Investments	14	2,399	1,354	2,399	1,354
		<u>5,962</u>	<u>4,381</u>	<u>5,962</u>	<u>4,381</u>
<b>CURRENT ASSETS</b>					
Debtors	15	804	373	714	281
Cash at bank and in hand		734	1,669	734	1,669
		<u>1,538</u>	<u>2,042</u>	<u>1,448</u>	<u>1,950</u>
<b>CREDITORS:</b> Amounts falling due within one year	16	(868)	(964)	(780)	(874)
<b>NET CURRENT ASSETS</b>		<u>670</u>	<u>1078</u>	<u>668</u>	<u>1,076</u>
<b>LONG TERM LIABILITIES</b>					
Bank loans	18	(512)	(847)	(512)	(847)
<b>NET ASSETS</b>		<u>6,120</u>	<u>4,612</u>	<u>6,118</u>	<u>4,610</u>
<b>FUNDS</b>					
Restricted funds	19	2,625	1,110	2,625	1,110
Unrestricted funds	19	3,495	3,502	3,493	3,500
<b>TOTAL FUNDS</b>		<u>6,120</u>	<u>4,612</u>	<u>6,118</u>	<u>4,610</u>

The Charity's net incoming resources for the period were £1,508k (2022: £104k).

The Financial Statements are prepared in accordance with the special provisions of part 15 of the Companies Act relating to small companies.

Approved and authorised for issue by the trustees on 6<sup>th</sup> March 2024 and signed on their behalf by



**D P Smart  
Chairman**

The notes on pages 19 to 36 form part of these financial statements.

**THREE COUNTIES AGRICULTURAL SOCIETY  
CONSOLIDATED CASH FLOW STATEMENT  
FOR THE YEAR ENDED 30 NOVEMBER 2023**

	Note	2023 £000	2022 £000
<b>Cash flows from operating activities</b>			
Net cash provided by operating activities	i	1,109	451
<b>Cash flows from investing activities</b>			
Dividends and interest from investments		51	31
Purchase of property, plant, and equipment		(751)	(64)
Purchase of intangible assets		(21)	(29)
Cash transferred from investment account		20	(30)
Proceeds from sale of investments		138	173
Purchase of investments		(1,180)	(162)
<b>Net cash (used in) investing activities</b>		<u>(1,743)</u>	<u>(81)</u>
<b>Cash flows from financing activities</b>			
Repayments of borrowing		(245)	(484)
Interest paid		(56)	(37)
<b>Net cash (used in) financing activities</b>		<u>(301)</u>	<u>(521)</u>
Change in cash and cash equivalents in the reporting period		(935)	(151)
Cash and cash equivalents at 1 December 2022		<u>1,669</u>	<u>1,820</u>
Cash and cash equivalents at 30 November 2023	ii	<u>734</u>	<u>1,669</u>
i) Reconciliation of cash flows from operating activities:			
		2023 £000	2022 £000
Net income for the reporting period		1,508	104
<b>Adjustments for:</b>			
Interest paid		56	37
Depreciation charge		224	280
Amortisation charge		11	11
Impairment charge		1	-
(Gains) / losses on investments		(23)	53
Loss on sale of fixed assets		-	4
Dividends and interest from investments		(51)	(31)
(Increase) / decrease in debtors		(431)	39
(Decrease) / increase in creditors (excluding bank loans)		(186)	(46)
		<u>1,109</u>	<u>451</u>
ii) Analysis of cash and cash equivalents:			
		2023 £000	2022 £000
Cash at bank		<u>734</u>	<u>1,669</u>
		<u>734</u>	<u>1,669</u>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2023**

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**1. CHARITY INFORMATION**

Three Counties Agricultural Society ("the Society") is a registered charity with the Charities Commission England and Wales (charity number: 511868) and is incorporated as a company limited by guarantee (company number: 01568571, England and Wales). The address of its principal and registered office is The Showground, Malvern, Worcestershire, WR13 6NW.

**2. STATEMENT OF ACCOUNTING POLICIES**

**a. Basis of preparation**

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) (effective 1 January 2019) - (Charities SORP (FRS 102)) and the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

The financial statements have been prepared under the historical cost convention.

Three Counties Agricultural Society meets the definition of a public benefit entity under FRS 102.

The functional currency of the Society is considered to be GBP because that is the currency of the primary economic environment in which the Charity operates.

**b. Consolidated Financial Statements**

These financial statements consolidate the Society and its subsidiary undertaking, T.C.A. Trading Limited ("the Group"). No separate SOFA has been presented for the Society alone, as permitted by Section 408 of the Companies Act 2006. Net incoming resources attributable to the Charity totalled £1,508k for the year (2022: £104k). The Society has also taken advantage of the exemption available to a qualifying entity in FRS 102 from the requirement to present a charity only Cash Flow Statement with the consolidated financial statements.

**c. Going Concern**

High inflation and high interest rates continue to negatively impact the Society's costs whilst the ongoing cost-of-living crisis limits our ability to raise ticket prices without adversely affecting attendance numbers. The trustees continue to monitor the situation and undertake detailed planning, forecasting and sensitivity analysis. Despite the current circumstances the trustees believe that the Group's financial resources and contingency planning is sufficient to ensure the ability of the Group to continue as a going concern for the foreseeable future, being at least twelve months from the date of approval of these financial statements and therefore have prepared the financial statements on a going concern basis.

**d. Funds Structure**

Unrestricted funds are those funds available for use by the Society for any charitable purpose at the discretion of the trustees.

Restricted funds are subject to specific conditions by donors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the financial statements.

**e. Incoming Resources**

All incoming resources are included in the Statement of Financial Activities ("SOFA") as and when entitlement arises, the amount can be reliably quantified and the economic benefit to the Society is considered probable.

Incoming resources from charitable activities comprises income from shows staged in accordance with the Society's charitable activities.

Income from fundraising events represents entry fees and services provided and sponsorships which relate to the current financial year.

Income from donations are recognised on receipt.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2023**

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Income from legacies are recognised once the Society has entitlement, the amount is measurable, and the gift is probable.

Government grants are credited to the consolidated statement of financial activities as the related expenditure is incurred.

**f. Resources Expended**

Costs of raising funds include direct and indirect costs attributed to fundraising activities for the Society. These include shows and other fundraising events.

Costs of charitable activities include direct and support costs attributed to activities in furtherance of the Society's educational activities. These comprise of agricultural and horticultural shows and educational bursary awards.

Governance costs are included within support costs and comprise direct, and indirect expenditure involved in ensuring that the Society complies with its charitable and statutory obligations.

The allocation and apportionment of costs to T.C.A. Trading Limited is based on management's estimate of attributable costs incurred. The apportionment of costs for all shows and fundraising is based on the turnover for each show.

**g. Grants payable**

Grant payments are recognised once there is an obligation to make a payment, the payment is probable, and the payment can be measured reliably. Grant commitments are communicated to the recipient in the period the award is payable and are subject to performance-related conditions being met.

**h. Pension**

The Society operates two defined contribution schemes. Contributions are charged to the Statement of Financial Activities as they become due.

**i. Taxation**

As a registered charity, Three Counties Agricultural Society is entitled to tax exemptions on all its income and gains, properly applied for its charitable purposes.

**j. Tangible Fixed Assets and Depreciation**

Fixed assets costing less than £500 are written off to the SOFA.

Tangible fixed assets are stated at cost less depreciation and impairment. Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life:

Permanent buildings	4% on cost
Property improvements	10% to 25% on cost
New wooden buildings	10% to 25% on cost
Plant and machinery	10% to 25% on cost
Motor vehicles	33% on cost
Office and show equipment	25% to 33% on cost

Assets in the course of construction are included at cost and are not depreciated until they are brought into use. Land is not depreciated.

**k. Intangible Fixed Assets and Amortisation**

Intangible fixed assets are stated at cost less amortisation. Amortisation is provided at the following annual rate in order to write off each asset over its estimated useful life and charged to the SOFA:

Society Website	25% on cost
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**l. Investments**

Fixed asset investments are stated at market value at the balance sheet date. Changes in the valuation of investments during the year are shown as gains or losses in the SOFA.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2023**

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**m. Creditors**

Creditors are recognised on an accruals basis once there is a legal or constructive obligation that commits the Society to the obligation.

**n. Debtors**

Short term debtors are initially measured at transaction price, less any impairment. Prepayments are measured at the amount prepaid.

**o. Financial Instruments**

Three Counties Agricultural Society only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Investments are held at fair value.

**p. Termination payments**

Termination payments are accounted for as soon as the charitable company is aware of the obligation to make the payment.

**q. Operating leases**

Rentals payable under operating leases are charged to the SOFA as incurred over the term of the lease.

**r. Judgements in applying accounting policies and key sources of estimation of uncertainty**

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.

The items in the financial statements where these estimates and judgements have been made include the following:

**i) Useful economic lives of tangible and intangible assets**

The annual depreciation charges for the tangible assets and amortisation charges of intangible assets are sensitive to changes in the estimate useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on economic utilisation and the physical condition of the assets. See notes 12 and 13 for the carrying amount of the tangible and intangible assets and notes 2j and 2k for the useful lives for each class of asset.

**ii) Impairment**

Debtors – the Group makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 15 for the net carrying amount of the debtors.

Fixed assets – property, plant and equipment are stated at historical cost less accumulated depreciation and any recognised impairment losses. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's value is impaired when the asset's carrying amount is greater than its estimated recoverable amount.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2023**

**3. INCOME FROM DONATIONS & LEGACIES**

	Unrestricted £000	Restricted £000	2023 £000	2022 £000
Educational bursaries	-	10	10	10
Other donations	1	1,500	1,501	-
	-	1,510	1,511	10

During the year the Society received a commitment from the Kildare Trust to donate a total of £1,500k (2022: £Nil) towards the construction of a new exhibition hall. Of the total amount committed, £1,050k had been received by the year end and £450k is included in prepayments and accrued income.

**4. INCOME FROM CHARITABLE ACTIVITIES**

	2023 £000	2022 £000
Show income	4,467	4,319
Membership income	74	69
Other income	77	77
	4,618	4,465

**5. OTHER INCOME**

	2023 £000	2022 £000
Central & Local Government Grant funding	-	11
	-	11

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**6. SUBSIDIARY RESULTS**

Three Counties Agricultural Society owns 100% of the share capital of T.C.A. Trading Limited (registered company no: 01638353), which was set up to carry out the trading activities of the Group. The entity exists to undertake any non-primary purpose trading activity with any profits being donated back to the Charity under Gift Aid rules. These activities include income and expenditure relating to commercial sponsorship agreements and the renting out available showground space and facilities to third parties when these are not being used by the Charity's primary activities. Its registered address is The Showground, Malvern, Worcestershire, WR13 6NW.

Its trading results, as extracted from the audited accounts, are summarised below:

**PROFIT AND LOSS ACCOUNT AND BALANCE SHEET FOR THE YEAR ENDED 30 NOVEMBER 2023**

	2023	2022
	£	£
<b>Turnover</b>	<b>1,498,097</b>	<b>1,791,413</b>
Cost of sales	<b>(263,150)</b>	<b>(535,154)</b>
<b>Gross profit</b>	<b>1,234,947</b>	<b>1,256,259</b>
Administrative expenses	<b>(682,511)</b>	<b>(676,717)</b>
<b>Operating profit</b>	<b>552,436</b>	<b>579,542</b>
Gift aid payable to Three Counties Agricultural Society	<b>(552,436)</b>	<b>(579,542)</b>
<b>Retained (loss) for the year</b>	<b>-</b>	<b>-</b>
<b>Total assets</b>	<b>£</b>	<b>£</b>
Debtors: amounts falling due within one year	<b>96,827</b>	<b>109,944</b>
Cash at bank and in hand	<b>30</b>	<b>11</b>
	<b>96,857</b>	<b>109,955</b>
<b>Total liabilities</b>		
Creditors: amounts falling due within one year	<b>(95,170)</b>	<b>(108,268)</b>
<b>Total assets less total liabilities</b>	<b>1,687</b>	<b>1,687</b>
<b>Reserves</b>	<b>£</b>	<b>£</b>
Profit and loss reserves	<b>1,682</b>	<b>1,682</b>
Share capital	<b>5</b>	<b>5</b>
<b>Shareholders' Funds</b>	<b>1,687</b>	<b>1,687</b>

Administration expenses include £676,871 (2022: £672,058) for services supplied by the Charity which are recharged to the subsidiary.

The trading company made a gift aid donation of £552,436 (2022: £579,542) to the Charity, with the result that it has a £nil annual corporation tax liability. At the year-end £6,927 was due from Three Counties Agricultural Society to T.C.A. Trading Limited (2022: £18,210 due from T.C.A. Trading Ltd to Three Counties Agricultural Society).

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**7. INVESTMENT INCOME**

	<b>2023</b>	<i>2022</i>
	<b>£000</b>	<i>£000</i>
Bank interest receivable	18	3
Dividends	33	28
	<b>51</b>	<i>31</i>

**8. NET INCOMING RESOURCES**

This is stated after charging the following:

	<b>2023</b>	<i>2022</i>
	<b>£000</b>	<i>£000</i>
Auditor's remuneration:		
For audit services	24	17
For other services	4	1
Assets owned by the Group:		
Depreciation	224	280
Amortisation	11	11
Impairment	1	-
Operating lease costs	4	4

**9. A) AGRICULTURAL AND HORTICULTURAL ACTIVITIES – Resources Expended**

<b>Activity</b>	<b>Activities Undertaken Directly £000</b>	<b>Support Costs £000</b>	<b>2023 Total Costs £000</b>	<i>2022 Total Costs £000</i>
Agricultural and horticultural shows	<b>4,863</b>	<b>378</b>	<b>5,241</b>	<i>4,933</i>

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**9. B) ANALYSIS OF TOTAL RESOURCES EXPENDED AND SUPPORT COSTS BREAKDOWN BY ACTIVITY**

**ANALYSIS OF TOTAL RESOURCES EXPENDED**

				2023	2022
	Staff costs	Other costs	Depreciation and Amortisation	Total	Total
	£000	£000	£000	£000	£000
Agricultural and horticultural shows	1,388	3,623	230	5,241	4,933
Educational bursaries	-	10	-	10	8
Costs of raising funds	52	115	5	172	143
Finance costs	-	9	-	9	8
<b>Total for Charity</b>	<b>1,440</b>	<b>3,757</b>	<b>235</b>	<b>5,432</b>	<b>5,092</b>
Trading costs of the subsidiary	376	570	-	946	1,212
<b>Total for Group</b>	<b>1,816</b>	<b>4,327</b>	<b>235</b>	<b>6,378</b>	<b>6,304</b>

**SUPPORT COSTS BREAKDOWN BY ACTIVITY**

	Raising Funds	Charitable Activities	2023 Total Group	2022 Total Group
	£000	£000	£000	£000
Management	2	61	63	59
Finance	6	147	153	124
Information technology	5	113	118	129
Human resources	2	57	59	53
<b>Total</b>	<b>15</b>	<b>378</b>	<b>393</b>	<b>365</b>

**Basis of allocation**

Support costs are allocated between Agricultural and Horticultural shows and Fundraising events on the basis of their respective income. Any shows which are cancelled after several months of planning have support costs allocated on the basis of a percentage of budgeted turnover.

**GOVERNANCE COSTS**

	2023	2022
	£000	£000
Auditors' remuneration for audit services	24	17
Legal and professional fees	17	33
Staff costs	34	29
Other	10	8
	<b>85</b>	<b>87</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**10. STAFF**

**a. Staff costs**

	<b>2023</b>	2022
	<b>£000</b>	£000
Wages and salaries	<b>1,556</b>	1,526
Social security costs	<b>114</b>	112
Pension contributions	<b>146</b>	52
	<b>1,816</b>	1,690

**b. Staff numbers**

The average number of full-time equivalent employees during the year was:

	<b>2023</b>	2022
	<b>No.</b>	No.
Office management	<b>23</b>	23
Permanent showground	<b>10</b>	10
	<b>33</b>	33

The average headcount of employees during the year was:

	<b>119</b>	123
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**c. Higher paid staff**

One employee of the charity earned between £110,000 and £120,000 during the year (2022: one employee earned between £160,000 and £170,000 during the year). Pension contributions in respect of this employee were £9,167 (2022: £21,140).

One employee of the charity earned between £60,000 and £70,000 during the year (2022: no employee of the charity earned between £60,000 and £70,000 during the year). Pension contributions in respect of this employee were £3,339.

**d. Remuneration of Key Management Personnel**

Aggregate employee benefits of key management personnel (including employer NIC and pension costs) totalled £485,639 (2022: £465,793).

**e. Termination payments**

There were no termination payments during the year (2022: £15,300).

**11. TRUSTEES REMUNERATION AND EXPENSES**

Neither the trustees nor persons connected with them received any remuneration or other benefits from the Society or any connected organisation.

No trustee expenses were reimbursed in 2023 or 2022.

No trustees waived any expenses in 2023 or 2022.

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**12. TANGIBLE FIXED ASSETS OF THE GROUP AND THE CHARITY**

	Freehold Land	Assets Under Construction	Buildings	Plant and Machinery	Motor Vehicles	Office/ Show Equipment	Total
	£000	£000	£000	£000	£000	£000	£000
<b>Cost</b>							
<i>At 1 December 2022</i>	955	512	5,849	953	45	275	8,589
Additions	-	650	41	5	-	55	751
Transfers	-	(2)	2	-	-	-	-
Disposals	-	-	(1)	(1)	-	(5)	(7)
Impairment	-	(1)	-	-	-	-	(1)
	<b>955</b>	<b>1,159</b>	<b>5,891</b>	<b>957</b>	<b>45</b>	<b>325</b>	<b>9,332</b>
<b>Depreciation</b>							
<i>At 1 December 2022</i>	-	-	4,420	891	45	237	5,593
Disposals	-	-	(1)	(1)	-	(5)	(7)
Charge for the year	-	-	173	31	-	20	224
	-	-	<b>4,592</b>	<b>921</b>	<b>45</b>	<b>252</b>	<b>5,810</b>
<b>Net Book Value</b>							
<b>At 30 November 2023</b>	<b>955</b>	<b>1,159</b>	<b>1,299</b>	<b>36</b>	<b>-</b>	<b>73</b>	<b>3,522</b>
<i>At 30 November 2022</i>	955	512	1,429	62	-	38	2,996

Included within tangible fixed assets above are perpetual cups and trophies with a cost of £53k. These have been held for a number of years and are fully written down at the Balance Sheet date.

Included within assets under construction are £605k that have been expended from restricted funds donated during the year by the Kildare Trust.

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**13. INTANGIBLE FIXED ASSETS OF THE GROUP AND THE CHARITY**

<b>Cost</b>	<b>Website £000</b>	<b>Total £000</b>
<i>As at 1st December 2022</i>	41	41
Additions	21	21
Disposals	-	-
	<b>62</b>	<b>62</b>
<b>Amortisation</b>		
<i>As at 1st December 2022</i>	10	10
Charge on disposals	-	-
Charge for the year	11	11
	<b>21</b>	<b>21</b>
<b>Net book value</b>		
<b>At 30th November 2023</b>	<b>41</b>	<b>41</b>
 <i>At 30th November 2022</i>	 31	 31

**14. INVESTMENTS**

	<b>Charity Listed Investments</b>			2022 £000
	Unrestricted £000	Restricted £000	2023 Total £000	
<i>At 1 December 2022</i>	1,269	-	<b>1,269</b>	1,333
Additions	207	973	<b>1,180</b>	162
Disposals	(138)	-	<b>(138)</b>	(173)
Net gains	11	12	<b>23</b>	(53)
<b>At 30 November 2023</b>	1,349	985	<b>2,334</b>	1,269
Cash balances awaiting reinvestment	38	27	<b>65</b>	85
<b>At 30 November 2023</b>	<u>1,387</u>	<u>1,012</u>	<u>2,399</u>	<u>1,354</u>
Historical cost	<u>1,014</u>	<u>1,000</u>	<u>2,014</u>	<u>1,004</u>

The Society owns 100% of the five £1 ordinary share capital of T.C.A. Trading Limited, which carries out the letting of facilities and associated activities.

The largest listed investment held represents 9.45% of the total portfolio however this investment is placed with a tracker on the US Market rather than with a single company and so does not represent a stock specific risk.

The market value of investments held outside of the UK was £512,057 (2022: £475,896).

**THREE COUNTIES AGRICULTURAL SOCIETY  
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15. DEBTORS	Group		Charity	
	2023 £000	2022 £000	2023 £000	2022 £000
Trade debtors	139	231	57	121
Amounts due from subsidiary company	-	-	-	18
Prepayments and accrued income	602	142	594	142
Other debtors	<u>63</u>	<u>-</u>	<u>63</u>	<u>-</u>
	<b><u>804</u></b>	<b><u>373</u></b>	<b><u>714</u></b>	<b><u>281</u></b>

16. CREDITORS	Group		Charity	
	2023 £000	2022 £000	2023 £000	2022 £000
Trade creditors	58	34	58	34
Pension costs	14	12	14	12
Taxation and social security	32	133	32	133
Amounts due to subsidiary company	-	-	7	-
Other creditors	5	5	-	-
Accruals	85	167	85	167
Bank credit cards	2	7	2	7
Bank loans due within one year	335	245	335	245
Deferred income (see note 17)	<u>337</u>	<u>361</u>	<u>247</u>	<u>276</u>
	<b><u>868</u></b>	<b><u>964</u></b>	<b><u>780</u></b>	<b><u>874</u></b>

17. DEFERRED INCOME	Group		Charity	
	2023 £000	2022 £000	2023 £000	2022 £000
<i>Balance at 1 December 2022</i>	361	538	276	413
Released during the year	(361)	(538)	(276)	(413)
Income received in the year	<u>337</u>	<u>361</u>	<u>247</u>	<u>276</u>
<b>Deferred income at 30 November 2023</b>	<b><u>337</u></b>	<b><u>361</u></b>	<b><u>247</u></b>	<b><u>276</u></b>

Deferred income at 30 November 2023 represents income invoiced and advance tickets sold in respect of the shows to be held in 2024.

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**18. BANK LOANS**

	Group		Charity	
	2023 £000	2022 £000	2023 £000	2022 £000
Due within one year	335	245	335	245
Due between one and two years	512	246	512	246
Due between two and five years	-	601	-	601
Due in more than five years	-	-	-	-
<b>Total secured loans</b>	<b>847</b>	<b>1,092</b>	<b>847</b>	<b>1,092</b>
Less due within one year (see note 16)	<u>(335)</u>	<u>(245)</u>	<u>(335)</u>	<u>(245)</u>
<b>Total loans due in more than one year</b>	<b><u>512</u></b>	<b><u>847</u></b>	<b><u>512</u></b>	<b><u>847</u></b>

The Society entered into a loan agreement with NatWest Bank in 2020 to purchase agricultural land adjacent to the showground. At the balance sheet date £557k remains outstanding, repayable over 5 years at the bank's variable rate.

The Society also entered into a low interest CBILS loan agreement with NatWest Bank in 2020 to borrow funds during the Coronavirus Covid-19 Pandemic. At the balance sheet date £290k remains outstanding, repayable over 6 years at the bank's variable rate. Since interest rates have increased during 2022 and 2023 this is no longer a low interest loan, and the Board of Trustees took the decision at their November meeting to repay this loan in full at the earliest opportunity.

The two loans are secured over certain of the Society's assets.

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**19. A) STATEMENT OF FUNDS**

	<i>Balance at 1 December 2022 £000</i>	<b>Income £000</b>	<b>Expenditure £000</b>	<b>Transfers £000</b>	<b>Gains / (losses) £000</b>	<b>Balance at 30 November 2023 £000</b>
<b>Restricted funds</b>						
Educational bursaries	1,110	10	(7)	-	12	1,125
Kildare Hall building project	-	1,500	-	-	-	1,500
<b>Total restricted funds</b>	<b>1,110</b>	<b>1,510</b>	<b>(7)</b>	<b>-</b>	<b>12</b>	<b>2,625</b>
<b>Unrestricted funds</b>						
Charity	3500	5,407	(5,425)	-	11	3,493
Trading subsidiary	2	1,498	(1,498)	-	-	2
Eliminated on consolidation	-	(552)	552	-	-	-
<b>Total unrestricted funds</b>	<b>3,502</b>	<b>6,353</b>	<b>(6,371)</b>	<b>-</b>	<b>11</b>	<b>3,495</b>
<b>TOTAL FUNDS</b>	<b>4,612</b>	<b>7,863</b>	<b>(6,378)</b>	<b>-</b>	<b>23</b>	<b>6,120</b>

During the year a donation of £10,000 (2022: £10,000) was made from an anonymous donor towards an educational bursary. A total of £6,000 (2022: £8,000) was expended during the year on the bursary and £20,000 (2022: £16,000) remains to be expended at the year end.

During the year the Kildare Trust made a commitment to pay the Society donations totalling £1,500k (2022: £Nil) towards the construction of a new exhibition hall. A total of £605k (2022: £Nil) was expended during the year on assets under construction and £895k (2022: £Nil) remains to be expended at the year end.

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**19. B) COMPARATIVE STATEMENT OF FUNDS**

	<i>Balance at 1 December 2021 £000</i>	<b>Income £000</b>	<b>Expenditure £000</b>	<b>Transfers £000</b>	<b>Gains / (losses) £000</b>	<b>Balance at 30 November 2022 £000</b>
<b>Restricted funds</b>						
Educational bursaries	1,108	10	(8)	-	-	1,110
<b>Total restricted funds</b>	<b>1,108</b>	<b>10</b>	<b>(8)</b>	<b>-</b>	<b>-</b>	<b>1,110</b>
<b>Unrestricted funds</b>						
Charity	3,398	5,239	(5,084)	-	(53)	3,500
Trading subsidiary	2	1,791	(1,791)	-	-	2
Eliminated on consolidation	-	(580)	580	-	-	-
<b>Total unrestricted funds</b>	<b>3,400</b>	<b>6,450</b>	<b>(6,295)</b>	<b>-</b>	<b>(53)</b>	<b>3,502</b>
<b>TOTAL FUNDS</b>	<b>4,508</b>	<b>6,460</b>	<b>(6,303)</b>	<b>-</b>	<b>(53)</b>	<b>4,612</b>

**20. NET ASSETS BY FUND**

	<b>2023</b>			<b>2022</b>		
	<b>Restricted funds £000</b>	<b>Unrestricted funds £000</b>	<b>Total £000</b>	<i>Restricted funds £000</i>	<i>Unrestricted funds £000</i>	<i>Total £000</i>
Tangible and intangible fixed assets	605	2,958	3,563	-	3,027	3,027
Investments	1,012	1,387	2,399	-	1,354	1,354
Current assets	1,008	530	1,538	1,110	932	2,042
Current liabilities	-	(868)	(868)	-	(964)	(964)
Long term liabilities	-	(512)	(512)	-	(847)	(847)
<b>Net assets</b>	<b>2,625</b>	<b>3,495</b>	<b>6,120</b>	<b>1,110</b>	<b>3,502</b>	<b>4,612</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**21. RELATED PARTY TRANSACTIONS**

During the current year forestry services to the value of £660 (2022: £1,125) were provided by Adrian Hope Tree Services, a business jointly owned by Adrian Hope who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2022: £Nil).

During the current year professional fees to the value of £287 (2022: £100) were provided by McCartneys LLP, a business of which Clive Roads is a Partner and Chairman who was also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2022: £Nil).

During the current year a water storage tank and related services to the value of £25,590 (2022: £Nil) were provided by Agri Management Solutions Ltd, a business of which James Hawkins is a director who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2022: £Nil).

During the current year payments to the value of £43,000 (2022: £Nil) were provided to Howle Hill Nursery Ltd, a business of which Peter Dowle is a director who was also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2022: £Nil).

During the current year a payment to the value of £3,000 (2022: £38,950) was provided to Leaf Creative Design Ltd, a business of which Peter Dowle is a director who was also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2022: £Nil).

All payments shown are net of V.A.T.

All related party transactions are undertaken at arm's length and in accordance with the Society's procurement policy.

There are no further related party transactions requiring disclosure.

**22. CAPITAL COMMITMENTS**

In October 2023 the Society entered into an agreement to pay for the construction of a new building at a cost of £1.7m. At the year-end the Society had paid £605k for assets under construction costs to date and the balance of £1,095k was scheduled for payment after the yearend (2022: £Nil).

**23. PENSION COMMITMENTS**

The Society operates two defined contribution schemes. Contributions are charged to the Statement of Financial Activities (SoFA) as they become due. The assets are held separately from those of the charity in independently administered funds. The amount charged to the SoFA for the year was £146,477 (2022: £52,410). At the year-end £14,400 (2022: £11,516) remained outstanding.

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**24. GROUP FINANCIAL INSTRUMENTS**

	<b>2023</b>	<i>2022</i>
	<b>£000</b>	<i>£000</i>
Financial assets measured at fair value	<b>2,399</b>	<i>1,354</i>
Financial assets measured at amortised cost	<b>1,473</b>	<i>1,987</i>
Financial liabilities measured at amortised cost	<b>(997)</b>	<i>(1,305)</i>

Financial assets measured at fair value comprise of investments.

Financial assets measured at amortised cost comprise of cash, trade debtors, accrued income, and other debtors.

Financial liabilities measured at amortised cost comprise of trade creditors, accruals, bank credit cards, bank loans, and other creditors.

Impairment losses charged to non-financial assets measured at settlement value in the year amounted to £1k (2022: £Nil).

**25. ANALYSIS OF CHANGES IN NET DEBT**

	<i>Balance at 1 December 2022 £000</i>	<b>Cash- flows £000</b>	<b>New finance leases £000</b>	<b>Fair value movements £000</b>	<b>Other non-cash changes £000</b>	<b>Balance at 30 November 2023 £000</b>
Cash	1,669	(935)	-	-	-	<b>734</b>
	1,669	(935)	-	-	-	<b>734</b>
Loans falling due within one year	(245)	245	-	-	(335)	(335)
Loans falling due after more than one year	(847)	-	-	-	335	(512)
<b>Total</b>	<b>577</b>	<b>(690)</b>	-	-	-	<b>(114)</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**26. GRANTS PAYABLE**

During the current year, the Society made grant awards totalling £58k (2022: £54k) towards show gardens for the RHS Malvern Spring Festival.

Of these:           £18k was paid out to 3 small businesses (2022: £8k, 1 business);  
                       £37k was paid out to 3 individuals (2022: £41k, 5 individuals);  
                       £3k was paid out to 10 schools (2022: £1k, 5 schools); and  
                       There were no payments to any flower societies (2022: £4k, 4 flower societies)

The Society also paid out educational bursary awards in the year totalling £6k (2022: £8k).

There were no grants committed to but outstanding for payment at the year-end (2022: £Nil).

**27. OPERATING LEASES**

As at 30 November 2023 the Group had future minimum lease payments under non-cancellable operating leases as follows:

	<b>2023</b>	<i>2022</i>
	<b>£000</b>	<i>£000</i>
Expiry date:		
Less than 1 year	<b>4</b>	<i>4</i>
Within 1 - 5 years	<b>1</b>	<i>5</i>
	<b>5</b>	<i>9</i>

THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2023

28. COMPARATIVE CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES

	Note	Unrestricted Funds 2022 £000	Restricted Funds 2022 £000	Total Funds 2022 £000
<b>INCOME FROM</b>				
<b>Donations and Legacies</b>	3	-	10	10
<b>Charitable activities</b>				
Agricultural and horticultural shows	4	4,465	-	4,465
<b>Other Income</b>	5	11	-	11
<b>Other trading activities</b>				
Fundraising events		153	-	153
Trading subsidiary income	6	1,791	-	1,791
Investments	7	31	-	31
<b>Total</b>		<u>6,451</u>	<u>10</u>	<u>6,461</u>
<b>EXPENDITURE ON</b>				
<b>Charitable activities</b>				
Agricultural and horticultural shows	9A	4,933	-	4,933
Educational bursaries	9B	-	8	8
<b>Other</b>				
Fundraising events	9B	143	-	143
Trading subsidiary expenditure	9B	1,212	-	1,212
Investment management costs	9B	8	-	8
<b>Total</b>		<u>6,296</u>	<u>8</u>	<u>6,304</u>
Net (losses) on investments		(53)	-	(53)
<b>Net income</b>		<u>102</u>	<u>2</u>	<u>104</u>
<b>RECONCILIATION OF FUNDS</b>				
<i>Total funds brought forward at 1 December 2021</i>		3,400	1,108	4,508
<b>TOTAL FUNDS CARRIED FORWARD AT 30 NOVEMBER 2022</b>	19	<u>3,502</u>	<u>1,110</u>	<u>4,612</u>

**THREE COUNTIES AGRICULTURAL SOCIETY**

England & Wales - Charity number 511868

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# Accounts

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**Registered Charity Number: 511868**  
**Company number: 01568571**

**Three Counties Agricultural Society**  
**(a company limited by guarantee)**

**Annual Report and Financial Statements**

**For the year ended 30 November 2022**

**THREE COUNTIES AGRICULTURAL SOCIETY**

**REPORTS AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

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# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES FOR THE YEAR ENDED 30 NOVEMBER 2022

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### THE BOARD

The Board of Trustees (who are the trustees of the Society for the purposes of charity law and the directors of the company for the purposes of company law) of the Three Counties Agricultural Society ("the Society") present their annual report for the year ended 30 November 2022 prepared in accordance with section 415A of the Companies Act 2006 relating to small entities, and the Charities Act 2011, together with the audited financial statements for that year.

### REFERENCE AND ADMINISTRATIVE DETAILS

The Three Counties Agricultural Society is a registered Charity (No. 511868) and a company (No. 01568571) limited by membership guarantee. Its principal address and registered office is shown on page 9.

The members of the Board of Trustees, which includes the present trustees, and any past trustees who served during the year, are given on page 9, together with the name of the Chief Executive. The President and Vice-Presidents and external advisers of the Society are as set out on pages 9 to 11.

### STRUCTURE, GOVERNANCE AND MANAGEMENT

The Society is governed by its Memorandum adopted on 12 May 1981 and last amended on 30 May 2008 and Articles of Association adopted on 28 October 1992 and last amended on 24 November 2005.

Under the amended Articles of Association adopted on 24 November 2005, the number of trustees is a maximum of twelve and the number of Council members a maximum of forty-five. The Board is responsible for the overall governance of the Society. Trustees are either elected or co-opted and the total number of trustees may not exceed twelve. Nine trustees are elected directly by Council and three may be co-opted by the Board of Trustees. Elected trustees may remain in office for three years but may not serve more than three consecutive full terms. Co-opted trustees are appointed by the Board of Trustees and may serve for up to two terms of three years or on other terms determined by the Board at the time of their co-option.

Effective partnership between trustees and staff continues to contribute significantly to our success. To increase the effectiveness of the trustees' roles and responsibilities, each has portfolio interests which require an understanding and a responsibility for specific aspects of the Society's work. Trustees are required to meet at least five times a year. Apart from the AGM, these meetings include four Board meetings where trustees review strategy and operational/investment performance and set operating plans and budgets. New trustees receive an information pack containing everything they need to know about the Society and its work for effective and informed decision-making, and trustee training sessions are held whenever a requirement is identified. Additional strategic reviews are held as and when needed for any other purpose.

Key Management Personnel for the Society are outlined on page 10. Remuneration is set by the Remuneration Committee, which is appointed by the Board of Trustees. The Remuneration Committee meets annually and includes the Chairman of the Board of Trustees, Chairman of Council, and a County Director. Its role is to approve staff bonuses and remuneration for the forthcoming year, with the objective of encouraging enhanced performance and rewarding fairly and responsibly individual contributions to the charity's success.

The Board delegates the exercise of certain powers in connection with the management and administration of the Society as set out below. This is controlled by requiring regular reporting back to the Board so that all decisions made under delegated powers can be ratified by the full Board in due course.

### RISK AND AUDIT REVIEW COMMITTEE

The Risk and Audit Review Committee is a committee of the Council whose purpose is to advise the Board on risk management and internal control and act as an independent review mechanism for the preparation and audit of the annual financial statements. The committee is formed of five individuals, at least two of whom shall be Council members and all of whom will be independent of the Board of Trustees. One of these shall be Chairman of the committee.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

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The committee has introduced a formal risk management process to assess business risks and implement risk management strategies. This has involved identifying the types of risks the Society faces, prioritising them in terms of potential impact and likelihood of occurrence, and identifying means of mitigating the risks. As part of this process the committee has reviewed the adequacy of the Society's current internal controls and the costs of operating particular controls relative to the benefits obtained. Procedures have been established for reporting failings immediately to appropriate levels of management and to the Board of Trustees.

The Board confirms that the major risks to which the Society is exposed, as identified by the committee, have been reviewed on page 7 and systems have been established to mitigate those risks.

### CHIEF EXECUTIVE

The Chief Executive is responsible for the day-to-day management of the Society's affairs and for implementing policies agreed by the Board of Trustees. The Chief Executive is assisted by a team of senior managers.

### GROUP STRUCTURE

The Society has a wholly owned subsidiary, T.C.A. Trading Limited. The subsidiary carries out trading activities to raise funds for donating to the Society under Gift Aid, and during the financial year made an operating profit of £580k (2021: £186k) all of which has been donated to the Society under gift aid rules.

### STATEMENT OF TRUSTEES' RESPONSIBILITIES AND CORPORATE GOVERNANCE

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

Company law requires the trustees to prepare financial statements for each financial year. Under company law the trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and the Group and of the incoming resources and application of resources, including the income and expenditure, of the charitable company/group for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make 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 company will continue in business.

The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions, disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006 and the provisions of the charity's constitution. They are also responsible for safeguarding the assets of the charity and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

So far as each of the trustees is aware at the time the report is approved:

- there is no relevant audit information of which the auditor is unaware, and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

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### CORPORATE GOVERNANCE

During 2019 the Three Counties Agricultural Society was subject to a review of its governance structure by Crowe U.K. The Society's Council subsequently voted to accept the overall recommendations of the review in principle after certain amendments in May 2022. Updated draft Articles of Association have been prepared and submitted to the Charity Commission for approval.

Internal controls over all forms of commitment and expenditure continue to be refined to improve efficiency. Processes are in place to ensure that performance is monitored, and that appropriate management information is prepared and reviewed regularly by both the executive management and the Board.

The systems of internal control are designed to provide reasonable but not absolute assurance against material misstatement or loss. They include:

- a strategic plan and annual budget approved by the trustees;
- regular consideration by the trustees of financial results, variances from budgets, non-financial performance indicators and benchmarking reviews;
- delegation of day-to-day management authority and segregation of duties; and
- identification and management of risks.

### OBJECTS, OBJECTIVES AND PRINCIPAL ACTIVITIES OF THE SOCIETY

The Memorandum of Association reflects the activities of the Society and incorporates the Charity Commission's GD1 model clause on trustees' benefits. The following is an extract from the Society's Memorandum of Association:

"The Society's primary object is to promote agriculture, horticulture, arboriculture, apiculture, forestry, rural crafts and skills and conservation for the public benefit; and in particular, but not exclusively, by:

- holding demonstrations of modern agricultural methods and processes;
- holding shows for the exhibition of agriculture, livestock, poultry, animal husbandry, farm and horticultural produce and forestry, and for the demonstration of agricultural and horticultural methods and processes, rural crafts and skills, machinery, vehicles, domestic goods, implements, tools and appliances, animal feed stuffs, fertilisers, seeds, and other items appertaining or ancillary to agriculture, horticulture, or any allied industry."

Each year the Society sets objectives which not only address the strategic objectives contained in the Memorandum but include tactical and operational objectives. The objectives for 2022, the Society's achievements against those objectives and the objectives for 2023 are discussed under the heading of Achievements and Performance, set out below.

Our vision is to be the regional centre within the Three Counties dedicated to the promotion of agriculture, horticulture, and arboriculture through public and trade shows and through direct/indirect education programmes.

### PUBLIC BENEFIT

As a charitable trust, the Society seeks to benefit the public through its stated aims which are shown in the Objects, Objectives and Principal Activities of the Society section of this report.

In furtherance of these aims the directors, as charity trustees, have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant subsector guidance concerning the operation of the Public Benefit requirement under the Act.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

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### GRANT-MAKING

The RHS Malvern Joint Show Committee makes annual grant awards to show garden designers which are a key feature of the RHS Malvern Spring Festival. The show gardens promote horticulture and arboriculture and themes in recent years have been linked to conservation. The Society also awards educational bursaries in accordance with its charitable objectives.

Decisions regarding grant awards and bursaries are made in advance but are not communicated or committed until the financial period they relate to, and payments are only made when achievements and performance targets are met.

### ACHIEVEMENTS AND PERFORMANCE

2022 saw the return to our full calendar of Society and venue hire events for the first time since 2019. CountryTastic, the RHS Malvern Spring Festival, and the Royal Three Counties Show all made a welcome return and some memorable days at the showground were shared by visitors and staff along with all the businesses and volunteers who took part. Together with the Malvern Autumn Show, the Society was able to return to doing what it does best which is to focus on delivering its charitable objectives. During the two pandemic affected years one of the Society's main objectives was to control and manage its resources as effectively as possible in order to protect reserves, and during a time of rising costs, it was important to continue to manage reserves closely throughout 2022.

The specific objectives which the Society sets itself for the year are shown below along with an assessment of performance against those objectives:

#### OBJECTIVES FOR 2022

- 1. Stage the Royal Three Counties Show and re-establish its reputation as one of the UK's best agricultural shows with emphasis on livestock and as an enjoyable 'family day out.'**

The Royal Three Counties Show was cancelled the previous two years due to Covid-19 but 2022 was a huge success, returning to an even larger attendance compared to 2019 when the show was last staged. Livestock is always a key feature of this show and whilst overall numbers were slightly down on 2019, they were one of the highest in the UK. Many positive comments were received from visitors, competitors, and trade-stand holders. Also, this show is a key platform for our education programme and 3,500 children attended free of charge and received an education pack related to the show.

- 2. Deliver the charitable objectives of the Society by promoting British agriculture, horticulture, equine, and rural affairs through the staging of high-quality shows.**

Everyone at the Society was excited but rather nervous about staging a full season of shows following almost two years with no shows. Only the Malvern Autumn Show and a couple of much smaller shows were able to run in 2021. Also, that year several staff left the Society resulting in a considerable loss of knowledge and talent, a side effect of Covid-19 which put additional pressure on the Shows Team. Despite this, a full season of excellent shows were delivered, returning the Society to pre-Covid-19 performance and delivering all show related charitable objectives and targets.

- 3. Identify and mitigate against potential risk which may adversely affect the Society.**

The Society runs a Risk and Audit Committee, which proactively monitors potential risks through its Risk Register, applying mitigation where necessary. The Risk Register is periodically monitored and updated. Covid-19 was a particular focus, together with succession planning for key staff.

- 4. Maintain positive cash flow**

Positive cashflow was maintained throughout the year. For 2022 net cash inflow from operating activities was £446k (2021 net cash outflow was £187k).

## **THREE COUNTIES AGRICULTURAL SOCIETY**

### **ANNUAL REPORT OF THE TRUSTEES (CONTINUED)**

**FOR THE YEAR ENDED 30 NOVEMBER 2022**

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#### **5. Progress new business opportunities.**

The main focus of new business in 2022 was related to our venue hire business. Third party event bookings were more popular than ever with very few dates remaining available. Almost all events which could not run during the previous two years returned plus Winter Glow, which this year was run by a sole operator and the light trail experience was enhanced to include an observation wheel, ice rink and Santa's grotto.

#### **6. Operate an education and bursary programme in line with the Society's charitable objectives.**

The John Tedstone bursary was launched by HRH The Princess Royal at this year's RHS Malvern Spring Festival on 6<sup>th</sup> May 2022.

The late John Tedstone of Leominster was a renowned Orchardist and Farmer. He bequeathed his farm to the Three Counties Agricultural Society and the proceeds from the sale are to be used in accordance with his will to provide bursaries for agricultural and horticultural students, which fits perfectly within the objects of the Society and its charitable aims.

#### **7. Through recruitment and training develop a staffing structure capable of delivering the objectives of the Society.**

During the year over 20% of the workforce left the Society, leaving a rather depleted Shows Team and considerable loss of expertise. A rapid programme of staff recruitment resulted in the appointment of exceptionally talented staff, creating a new enthusiastic atmosphere throughout. "Fast track" training of these quality new staff and guidance from existing and experienced members produced a magnificent outturn of one of the best show seasons on record.

#### **8. Maintain the good appearance of the showground.**

A programme of continued maintenance and reporting is delivered by the highly skilled Estate Team, which was bolstered by the addition of three new apprentices in 2022. This, combined with a substantial year-on-year capital budget, has contributed to the high standard of the showground. This is a key factor for long standing hirers deciding to return to the showground.

#### **9. Develop and maintain good relations with stakeholders.**

Regular contact with our neighbours, continuous updates on our website and an effective enquiry and complaints system all contribute to maintaining good relations. In 2023 we will resume scheduled meetings with our local Parish Councils, which ceased during the height of Covid-19.

#### **10. Explore options and practices for sustainability.**

Remote electricity meters have been installed at four locations across the showground during the year to provide instant and accurate monitoring of electricity usage and to identify excessive consumption levels whilst enabling the accurate re-charge of over-consumption to the Society's venue hire clients. Options have also been explored for introducing photovoltaic cells on to various roof tops of the buildings around the showground to generate renewable electricity.

The Society continues to maintain its ISO 14001 accreditation.

## THREE COUNTIES AGRICULTURAL SOCIETY

### ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

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#### OBJECTIVES FOR 2023

The objectives for 2023, together with the strategies to achieve those objectives, are set out below:

- To deliver the Society's charitable objects and maintain its good image through the staging of high quality, profitable shows which promote British agriculture, horticulture, equine pursuits, and the rural economy.
- To deliver expanded education and bursary programmes in line with the objects of the Society.
- To ensure positive cash flow, at all times.
- To analyse overheads to ensure they are necessary for delivering the Society's objects.
- To retain and develop a quality staffing team capable of constantly delivering high standards whilst considering the need for succession planning.
- To explore new business opportunities for the longevity of the Society.
- To identify and mitigate against potential risks that threaten the Society's reputation and existence.
- To continue to develop the standard of the showground through planned maintenance and capital projects.
- To consider new practices relating to the environment and sustainability.
- To maintain good relations with stakeholders and the local community.

#### STRATEGIES FOR ACHIEVING OBJECTIVES

These objectives will be developed through the use of the following strategies:

- A. Best practice in agriculture, horticulture, equestrian, the countryside and rural economy are to continue to be displayed at the Society's shows.
- B. A newly formed and highly qualified Education Committee will give direction and priority whilst focusing on the Society's objects.
- C. In order to alleviate the potential threat of fiscal uncertainty in 2023 a meticulous internal focus will be given to analysing the overheads. The Society's Risk and Audit Review Committee will then consider the findings in order to ensure the necessity of overhead costs in delivering the Society's objects.
- D. Commercial opportunities through the Society's shows are now close to capacity so new opportunities will be developed to continue to diversify the Society's revenue opportunities.
- E. Good practice in HR management, recruitment, training and communication will continue to maintain a motivated team.
- F. An established Estate Team, including recently qualified apprentices, and agreed budgets for maintenance and capital development will ensure showground standards are maintained.
- G. An effective flow of information and face-to-face engagement with the local community will maintain good relations with stakeholders.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

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### FINANCIAL REVIEW AND RESULTS FOR THE YEAR

The main source of funding for the Society is ticket income from agricultural and horticultural shows. Total ticket income for the year was £2,558k (2021: £841k) making up 39.6% (2021: 24.9%) of total income. In the comparative year a national lockdown during the first half of the year resulted in the cancellation of four of the Society's five shows along with one third of venue hire events. This explains the significant variance from the comparative figures.

The Statement of Financial Activities (SoFA), set out on page 16, shows that total incoming resources increased by 91.3% to £6,461k (2021: £3,378k). Expenditure on charitable activities increased by 135% to £4,941k (2021: £2,103k) whilst total resources expended amounted to £6,304k (2021: £3,861k) resulting in a net surplus for the year before gains / (losses) on investments of £157k (2021: Loss of £483k). This resulted in total funds carried forward increasing by £104k to £4,612k (2021: decreasing by £355k to £4,508k).

#### T.C.A. Trading Limited

During 2022, revenue for the company increased by 45% to £1,791k (2021: £1,232k). The company undertakes the trading activities of the Society and generated a profit of £580k which has been donated to the Society under the provisions of Gift Aid (2021: £186k).

### FINANCIAL MANAGEMENT POLICIES

#### Key Risks and Reserves Policy

Each year the Board considers the Society's exposure to major risks in terms of their likely impact on its income sources and planned expenditure in the short term.

The risks to the Society which came with the Covid-19 Pandemic abated during the year and no further events were cancelled as a result of government restrictions relating to Covid-19 during the year. Instead rising fuel prices put pressure on visitors, particularly those who compete at canine, equine and livestock events around the country, whilst indirectly affecting suppliers' and contractors' costs. Fuelling rising inflation this eventually led to rising wage costs, increasing both the Society's payroll costs, and the prices charged by its suppliers and contractors. Notwithstanding, the Society was able to finally return to a successful shows programme during the year.

As a matter of policy, the trustees review the value of the reserves retained in the form of investments. The trustees believe the Society should continue to hold in the investment portfolio sufficient funds to allow the Society to be run efficiently, to provide a buffer against the short notice cancellation of a major show, to fund fixed capital renewals and maintenance to the Showground and to provide between six- and twelve-months' resource expended on administration and governance costs of the Society.

Total reserves at the year-end were £4,612k (2021: £4,508k). Of these, £1,110k were restricted at the year-end (2021: £1,108k). This is disclosed in note 19. Unrestricted reserves include amounts that could only be realised by disposing of fixed assets totalling £3,027k, therefore free reserves at the year-end total £475k (2021: £171k). This situation is being closely monitored by the Trustees at their regular Board meetings.

#### Investment Policy and performance

The Society's investments were valued at £1,388k at the start of the financial year. The investment portfolio continues to be managed with a cautious to medium risk profile. As at the balance sheet date, the portfolio is now valued at £1,354k. Through careful management the Society has been able to stabilise its costs during the two Covid-19 affected years without needing to withdraw funds from the investment portfolio. The trustees remain satisfied that the investment portfolio remains an appropriate vehicle for the Society.

#### Going Concern

The trustees believe that the Charity's financial resources and contingency planning is sufficient to ensure the ability of the Charity to continue as a going concern for the foreseeable future and therefore the financial statements have been prepared on this basis. This also applies to the trading subsidiary, T.C.A Trading Limited.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

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### HEALTH AND SAFETY

In the pursuit of excellence in all its activities the Society is committed to the promotion and implementation of health and safety measures to minimise both work-related accidents and ill health. The safety of visitors, staff, volunteers, and the contractors who visit the showground is of primary importance and it is the responsibility of the Chief Executive to ensure that all operations are conducted in accordance with health, safety and environmental legislation and standards to which the Society subscribes. Accountability for health and safety matters follows the acknowledged line management chain of authority to the manager or individuals specifically tasked and trained to exercise control.

### EMPLOYEES

The Society aims to be an organisation where employees enjoy a sense of fulfilment and where they feel supported and developed. Employees are kept fully informed about the Society's strategy and objectives, as well as day-to-day news and events. Information about the organisation is available through regular briefings and post show meetings as well as a new monthly digital staff newsletter. All employees are encouraged to give their suggestions and views on performance and strategy. The Society continues to follow a policy of recruitment and promotion on the basis of aptitude and ability without discrimination.

### PENSIONS

The Society operates a contributory defined contribution pension scheme in which all permanent employees are entitled to participate, together with a workplace pension for the appropriate employees.

### RELATED PARTY TRANSACTIONS

The related party transactions are included in note 21 to these financial statements.

### FUNDRAISING

The charity had no fundraising activities requiring disclosure under S162A of the Charities Act.

### DIRECTOR'S INDEMNITY INSURANCE

The Society has in place an annual Management Liability Insurance policy to indemnify directors or officers against any claim first made against them to a limit of £500,000 for any wrongful act covered by the policy in their capacity as a director, officer, or employee of the charity and its trading subsidiary. The premium for the year was £2,357 including insurance premium tax (2021: £2,357).

### FUTURE PLANS

David Prescott will start his role as the new Chief Executive in March 2023 replacing retiring Ken Nottage. David enjoyed a 27-year career with the Oxford based Bookseller Blackwell's, where he held a variety of roles across the company before becoming Chief Executive in 2013. David has also taken an active role in the UK Booksellers Association serving as Chair of the Academic and Professional Bookselling Group and as Vice President of the Association from 2011-17. He is currently a Trustee of the World Book Day Charity.

Ken Nottage will retire in July 2023. Following a successful handover in January and February, Ken will concentrate on delivering the final stage of the Governance review, which is the revised Articles of Association, as well as agreeing contractual terms with third parties to commence the next stage of the Society's strategic plan within both Langdale Wood and the showground's Link Building. During this period Ken will also act as consultant to the Chief Executive.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

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### REFERENCE AND ADMINISTRATIVE INFORMATION:

#### PRINCIPAL ADDRESS AND REGISTERED OFFICE

The Showground  
Malvern  
Worcestershire  
WR13 6NW

#### SECRETARY

Ken Nottage (to 2 March 2023)  
David Prescott (from 2 March 2023)

#### PRESIDENT

Michael Blandford (from 1 December 2021 to 30 November 2022)  
The Rt Revd. Rachel Trewick (from 1 December 2022)

#### VICE PRESIDENTS

Peter Dowle (from 1 December 2021 to 30 November 2022)  
John Harper (from 1 December 2021 to 30 November 2022)  
Graham Watkins (from 1 December 2021 to 30 November 2022)  
Laura Hamilton (from 1 December 2022)  
Francis Harcombe (from 1 December 2022)  
Penny Corbett (from 1 December 2022)

#### CHIEF EXECUTIVE

Ken Nottage

#### MEMBERS OF THE BOARD OF TRUSTEES

Lindsey Craddock (County Director)  
Nicholas Dee (from 1 December 2021)  
Peter Dowle  
Laura Hamilton (from 8 December 2022)  
James Hawkins  
Roger Head OBE DL (Chairman) (Retired 1 December 2022)  
Adrian Hope (County Director)  
Glyn Morgan MBE (from 10 January 2023)  
David Owens (Retired 30 November 2022)  
Clive Roads  
David Smart (Chairman from 1 December 2022)  
Tamar Thompson OBE (from 8 December 2022)  
Michael Weaver (from 9 June 2022; County Director)

#### RISK AND AUDIT REVIEW COMMITTEE

Ruth Goodman  
Chris Lloyd  
Tania Phillips  
Mark Tufnell (Chairman)  
Mary Wathen

#### MEMBERS OF COUNCIL

Penelope Bossom  
Oliver Bruce  
Philip Burford  
Rachael Chamberlayne  
Penny Corbett  
Lindsey Craddock  
Richard Davies (from 17 March 2022)  
Nicholas Dee  
James Dillon (from 17 March 2022 to 21 October 2022)

## THREE COUNTIES AGRICULTURAL SOCIETY

### ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

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#### MEMBERS OF COUNCIL (Continued)

Peter Dowle	
Ruth Goodman	
Robert Grinnall	
Laura Hamilton	
Francis Harcombe	
John Harper	
Maurice Hart	
James Hawkins	
Dene Hazelwood	
Adrian Hope	
Russell Marchant	(resigned 31 August 2022)
Glyn Morgan MBE	
Cate Morris	
Iain Morrison	
David Owens	
Roger Phillips	
Tania Phillips	
Andrew Powers	
Geoff Probert	(from 17 March 2022)
Bill Quan	
Clive Roads	(Chairman)
Henry Robinson	(resigned 8 December 2022)
Peter Rose	
James Sage	
Helen Smalley	
David Smart	
Kate Speke-Adams	(resigned 3 October 2022)
Mark Tufnell	
Gareth Wall	(17 March 2022 to 23 January 2023)
Mary Wathen	
Graham Watkins	
Dermot Weaver	
Michael Weaver	
Paul Westaway	(from 8 December 2022)

#### KEY MANAGEMENT PERSONNEL

Paul Butler – Head of Ticketing and Business Systems	
Jane Edwards – Head of Shows	(from 4 March 2022)
Chris Eldridge – Head of Shows & New Business Development	(until 4 March 2022)
David Fenwick – Head of Finance	
Ken Nottage – Chief Executive	(Consultant from 2 March 2023)
David Prescott – Chief Executive	(from 2 March 2023)
John Wilesmith – Head of Operations	

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2022

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### PRINCIPAL PROFESSIONAL ADVISERS

#### Independent Auditor

Crowe U.K. LLP  
Statutory Auditor  
4<sup>th</sup> Floor St James House  
St James Square  
Cheltenham  
GL50 3PR

#### Principal Bankers

National Westminster Bank plc  
1 The Cross  
Worcester  
WR1 3PR

#### Solicitors

Harrison Clark Rickerbys  
Ellenborough House  
Wellington Street  
Cheltenham  
Gloucestershire  
GL50 1YD

#### Investment Managers

Rathbone Investment Management Limited  
Port of Liverpool Building  
Pier Head  
Liverpool  
L3 1NW

The report of the trustees has been prepared in accordance with section 415A of the Companies Act 2006 relating to small companies.

This report was approved by the Board on 2<sup>nd</sup> March 2023 and signed on their behalf.



**D P Smart**

**Chairman**

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY**  
**FOR THE YEAR ENDED 30 NOVEMBER 2022**

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**Independent Auditor's Report to the Members and Trustees of Three Counties Agricultural Society**

**Opinion**

We have audited the financial statements of Three Counties Agricultural Society ('the charitable company') and its subsidiary ('the group') for the year ended 30 November 2022 which comprise the consolidated Statement of Financial Activities, the charity and consolidated Balance Sheets, the consolidated Cashflow Statement, and notes to the financial statements, including 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 the charitable company's affairs as at 30 November 2022 and of the group's income and expenditure, for the year 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 and charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Conclusions relating to going concern**

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's or 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 trustees with respect to going concern are described in the relevant sections of this report.

**Other information**

The trustees are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2022**

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Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**Opinions on other matters prescribed by the Companies Act 2006**

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

- the information given in the trustees' report, which includes the directors' report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report included within the trustees' report has been prepared in accordance with applicable legal requirements.

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

In light of the knowledge and understanding of the group and charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the directors' report included within the trustees' 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 and proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemptions in preparing the Trustees' Annual Report and from the requirement to prepare a strategic report.

**Responsibilities of trustees**

As explained more fully in the trustees' responsibilities statement set out on page 2, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

**Auditor's responsibilities for the audit of the financial statements**

We have been appointed as auditor under section 151 of the Charities Act 2011 and under the Companies Act 2006 and report in accordance with the Acts and relevant regulations made or having effect thereunder.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2022**

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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.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

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

**Extent to which the audit was considered capable of detecting irregularities, including fraud**

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company and group operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 and the Charities Act 2011, together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's and the group's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company and the group for fraud.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Trustees and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be with the timing and recognition of ticket and trade stand income, and the override of controls by management. Our audit procedures to respond to these risks included enquiries of management, and the Finance Committee about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, reviewing accounting estimates for biases, reviewing regulatory correspondence with the Charity Commission, designing testing around the timing and recognition of ticket and trade stand income, and reading minutes of meetings of those charged with governance.

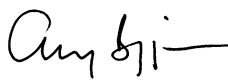
Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2022**

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**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.



Guy Biggin  
Senior Statutory Auditor  
For and on behalf of  
**Crowe U.K. LLP**

Statutory Auditor

4<sup>th</sup> Floor St James House  
St James Square  
Cheltenham  
GL50 3PR

Date: 14 March 2023

Crowe U.K. LLP is eligible for appointment as auditor of the charity by virtue of its eligibility for appointment as auditor of a company under section 1212 of the Companies Act 2006.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES**  
(Incorporating an Income and Expenditure Account)  
**FOR THE YEAR ENDED 30 NOVEMBER 2022**

	Note	Unrestricted Funds £000	Restricted Funds £000	Total Funds 2022 £000	<i>Total Funds 2021 £000</i>
<b>INCOME FROM</b>					
<b>Donations and Legacies</b>	3	-	10	10	19
<b>Charitable activities</b>					
Agricultural and horticultural shows	4	4,465	-	4,465	1,359
<b>Other Income</b>	5	11	-	11	288
<b>Other trading activities</b>					
Fundraising events		153	-	153	453
Trading subsidiary income	6	1,791	-	1,791	1,232
Investments	7	31	-	31	27
<b>Total</b>		<u>6,451</u>	<u>10</u>	<u>6,461</u>	<u>3,378</u>
<b>EXPENDITURE ON</b>					
<b>Charitable activities</b>					
Agricultural and horticultural shows	9A	4,933	-	4,933	2,090
Educational Bursaries	9B	-	8	8	13
<b>Other</b>					
Fundraising events	9B	143	-	143	704
Trading subsidiary expenditure	9B	1,212	-	1,212	1,046
Investment management costs	9B	8	-	8	8
<b>Total</b>		<u>6,296</u>	<u>8</u>	<u>6,304</u>	<u>3,861</u>
Net (losses) / gains on investments		<u>(53)</u>	<u>-</u>	<u>(53)</u>	<u>128</u>
<b>Net income (expenditure)</b>		<u>102</u>	<u>2</u>	<u>104</u>	<u>(355)</u>
<b>RECONCILIATION OF FUNDS</b>					
<i>Total funds brought forward at 1 December 2021</i>	19	3,400	1,108	4,508	4,863
<b>TOTAL FUNDS CARRIED FORWARD AT 30 NOVEMBER 2022</b>	19	<u>3,502</u>	<u>1,110</u>	<u>4,612</u>	<u>4,508</u>

All amounts relate to continuing operations. The notes on pages 19 to 36 form part of these financial statements.

**THREE COUNTIES AGRICULTURAL SOCIETY  
CHARITY AND CONSOLIDATED BALANCE SHEETS  
AS AT 30 NOVEMBER 2022  
COMPANY NUMBER: 01568571**

	Notes	GROUP		CHARITY	
		2022	2021	2022	2021
		£000	£000	£000	£000
<b>FIXED ASSETS</b>					
Tangible assets	12	2,996	3,215	2,996	3,215
Intangible assets	13	31	14	31	14
Investments	14	1,354	1,388	1,354	1,388
		<u>4,381</u>	<u>4,617</u>	<u>4,381</u>	<u>4,617</u>
<b>CURRENT ASSETS</b>					
Debtors	15	373	412	281	373
Cash at bank and in hand		1,669	1,820	1,669	1,804
		<u>2,042</u>	<u>2,232</u>	<u>1,950</u>	<u>2,177</u>
<b>CREDITORS:</b> Amounts falling due within one year	16	(964)	(1,010)	(874)	(957)
<b>NET CURRENT ASSETS</b>		<u>1,078</u>	<u>1,222</u>	<u>1,076</u>	<u>1,220</u>
<b>LONG TERM LIABILITIES</b>					
Bank Loans	18	(847)	(1,331)	(847)	(1,331)
<b>NET ASSETS</b>		<u>4,612</u>	<u>4,508</u>	<u>4,610</u>	<u>4,506</u>
<b>FUNDS</b>					
Restricted funds	19	1,110	1,108	1,110	1,108
Unrestricted funds	19	3,502	3,400	3,500	3,398
<b>TOTAL FUNDS</b>		<u>4,612</u>	<u>4,508</u>	<u>4,610</u>	<u>4,506</u>

The Charity's net incoming resources for the period were £104k (2021: outgoing resources of £355k).

The Financial Statements are prepared in accordance with the special provisions of part 15 of the Companies Act relating to small companies.

Approved and authorised for issue by the trustees on 2<sup>nd</sup> March 2023 and signed on their behalf by

**D P Smart  
Chairman**

The notes on pages 19 to 36 form part of these financial statements.

**THREE COUNTIES AGRICULTURAL SOCIETY  
CONSOLIDATED CASH FLOW STATEMENT  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

	Note	2022 £000	2021 £000
<b>Cash flows from operating activities</b>			
Net cash provided by / (used in) operating activities	i	451	(187)
<b>Cash flows from investing activities</b>			
Dividends and interest from investments		31	27
Purchase of property, plant, and equipment		(64)	(105)
Purchase of intangible assets		(29)	(12)
Cash transferred from investment account		(30)	6
Proceeds from sale of investments		173	29
Purchase of investments		(162)	(52)
<b>Net cash (used in) investing activities</b>		<u>(81)</u>	<u>(107)</u>
<b>Cash flows from financing activities</b>			
Repayments of borrowing		(484)	(87)
Interest paid		(37)	(28)
<b>Net cash (used in) financing activities</b>		<u>(521)</u>	<u>(115)</u>
Change in cash and cash equivalents in the reporting period		(151)	(409)
Cash and cash equivalents at 1 December 2021		<u>1,820</u>	<u>2,229</u>
Cash and cash equivalents at 30 November 2022	ii	<u>1,669</u>	<u>1,820</u>
i) Reconciliation of cash flows from operating activities:			
		2022 £000	2021 £000
Net income / (expenditure) for the reporting period		104	(355)
<b>Adjustments for:</b>			
Interest paid		37	28
Depreciation charge		280	316
Amortisation charge		11	6
Losses / (gains) on investments		53	(128)
Loss on sale of fixed assets		4	-
Dividends and interest from investments		(31)	(27)
Decrease / (increase) in debtors		39	(32)
(Decrease) / increase in creditors (excluding bank loans)		(46)	5
		<u>451</u>	<u>(187)</u>
ii) Analysis of cash and cash equivalents:			
		2022 £000	2021 £000
Cash at bank		<u>1,669</u>	<u>1,820</u>
		<u>1,669</u>	<u>1,820</u>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

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**1. CHARITY INFORMATION**

Three Counties Agricultural Society ('the Society') is a registered charity with the Charities Commission England and Wales (charity number: 511868) and is incorporated as a company limited by guarantee (company number: 01568571, England and Wales). The address of its principal and registered office is The Showground, Malvern, Worcestershire, WR13 6NW.

**2. STATEMENT OF ACCOUNTING POLICIES**

**a. Basis of preparation**

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) (effective 1 January 2019) - (Charities SORP (FRS 102)) and the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

The financial statements have been prepared under the historical cost convention.

Three Counties Agricultural Society meets the definition of a public benefit entity under FRS 102.

The functional currency of the Society is considered to be GBP because that is the currency of the primary economic environment in which the Charity operates.

**b. Consolidated Financial Statements**

These financial statements consolidate the Society and its subsidiary undertaking, T.C.A. Trading Limited ('the Group'). No separate SOFA has been presented for the Society alone, as permitted by Section 408 of the Companies Act 2006. Net incoming resources attributable to the Charity totalled £104k for the year (2021: *outgoing resources of £355k*). The Society has also taken advantage of the exemption available to a qualifying entity in FRS 102 from the requirement to present a charity only Cash Flow Statement with the consolidated financial statements.

**c. Going Concern**

The risks relating to Covid-19 diminished during the current year to be replaced by growing risks associated with economic uncertainty. The trustees continue to monitor the situation and undertake detailed planning, forecasting and sensitivity analysis. Please refer to page 7 of the Trustees Report where the trustees have reflected on the current situation and have outlined the impact for the Group. Despite the current circumstances the trustees believe that the Group's financial resources and contingency planning is sufficient to ensure the ability of the Group to continue as a going concern for the foreseeable future, being at least twelve months from the date of approval of these financial statements and therefore have prepared the financial statements on a going concern basis.

**d. Funds Structure**

Unrestricted funds are those funds available for use by the Society for any charitable purpose at the discretion of the trustees.

Restricted funds are subject to specific conditions by donors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the financial statements.

**e. Incoming Resources**

All incoming resources are included in the Statement of Financial Activities ("SOFA") as and when entitlement arises, the amount can be reliably quantified and the economic benefit to the Society is considered probable.

Incoming resources from charitable activities comprises income from shows staged in accordance with the Society's charitable activities.

Income from fundraising events represents entry fees and services provided and sponsorships which relate to the current financial year.

Income from donations are recognised on receipt.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

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Income from legacies are recognised once the Society has entitlement, the amount is measurable, and the gift is probable.

Government grants are credited to the consolidated statement of financial activities as the related expenditure is incurred.

**f. Resources Expended**

Costs of raising funds include direct and indirect costs attributed to fundraising activities for the Society. These include shows and other fundraising events.

Costs of charitable activities include direct and support costs attributed to activities in furtherance of the Society's educational activities. These comprise of agricultural and horticultural shows and educational bursary awards.

Governance costs are included within support costs and comprise direct and indirect expenditure involved in ensuring that the Society complies with its charitable and statutory obligations.

The allocation and apportionment of costs to T.C.A. Trading Limited is based on management's estimate of attributable costs incurred. The apportionment of costs for all shows and fundraising is based on the turnover for each show.

**g. Grants payable**

Grant payments are recognised once there is an obligation to make a payment, the payment is probable, and the payment can be measured reliably. Grant commitments are communicated to the recipient in the period the award is payable and are subject to performance-related conditions being met.

**h. Pension**

The Society operates two defined contribution schemes. Contributions are charged to the Statement of Financial Activities as they become due.

**i. Taxation**

As a registered charity, Three Counties Agricultural Society is entitled to tax exemptions on all its income and gains, properly applied for its charitable purposes.

**j. Tangible Fixed Assets and Depreciation**

Fixed assets costing less than £500 are written off to the SOFA.

Tangible fixed assets are stated at cost less depreciation and impairment. Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life:

Permanent buildings	4% on cost
Property improvements	10% to 25% on cost
New wooden buildings	10% to 25% on cost
Plant and machinery	10% to 25% on cost
Motor vehicles	33% on cost
Office and show equipment	25% to 33% on cost

Assets in the course of construction are included at cost and are not depreciated until they are brought into use. Land is not depreciated.

**k. Intangible Fixed Assets and Amortisation**

Intangible fixed assets are stated at cost less amortisation. Amortisation is provided at the following annual rate in order to write off each asset over its estimated useful life and charged to the SOFA:

Society Website	25% on cost
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**l. Investments**

Fixed asset investments are stated at market value at the balance sheet date. Changes in the valuation of investments during the year are shown as gains or losses in the SOFA.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

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**m. Creditors**

Creditors are recognised on an accruals basis once there is a legal or constructive obligation that commits the Society to the obligation.

**n. Debtors**

Short term debtors are initially measured at transaction price, less any impairment. Prepayments are measured at the amount prepaid.

**o. Financial Instruments**

Three Counties Agricultural Society only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Investments are held at fair value.

**p. Termination payments**

Termination payments are accounted for as soon as the charitable company is aware of the obligation to make the payment.

**q. Operating leases**

Rentals payable under operating leases are charged to the SOFA as incurred over the term of the lease.

**r. Judgements in applying accounting policies and key sources of estimation of uncertainty**

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.

The items in the financial statements where these estimates and judgements have been made include the following:

**i) Useful economic lives of tangible and intangible assets**

The annual depreciation charges for the tangible assets and amortisation charges of intangible assets are sensitive to changes in the estimate useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on economic utilisation and the physical condition of the assets. See notes 12 and 13 for the carrying amount of the tangible and intangible assets and notes 2j and 2k for the useful lives for each class of asset.

**ii) Impairment**

Debtors – the Group makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 15 for the net carrying amount of the debtors.

Fixed assets – property, plant and equipment are stated at historical cost less accumulated depreciation and any recognised impairment losses. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's value is impaired when the asset's carrying amount is greater than its estimated recoverable amount.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**3. INCOME FROM DONATIONS & LEGACIES**

	Unrestricted £000	Restricted £000	2022 £000	2021 £000
Donated Farm	-	-	-	9
Educational Bursaries	-	10	10	10
	-	10	10	19

**4. INCOME FROM CHARITABLE ACTIVITIES**

	2022 £000	2021 £000
Show income	4,319	1,292
Membership income	69	-
Other income	77	67
	<u>4,465</u>	<u>1,359</u>

**5. OTHER INCOME**

	2022 £000	2021 £000
Central & Local Government Grant funding	11	288
	<u>11</u>	<u>288</u>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**6. SUBSIDIARY RESULTS**

Three Counties Agricultural Society owns 100% of the share capital of T.C.A. Trading Limited (registered company no: 01638353), which was set up to carry out the trading activities of the Group. The entity exists to undertake any non-primary purpose trading activity with any profits being donated back to the Charity under Gift Aid rules. These activities include income and expenditure relating to commercial sponsorship agreements and the renting out available showground space and facilities to third parties when these are not being used by the Charity's primary activities. Its registered address is The Showground, Malvern, Worcestershire, WR13 6NW.

Its trading results, as extracted from the audited accounts, are summarised below:

**PROFIT AND LOSS ACCOUNT AND BALANCE SHEET FOR THE YEAR ENDED 30 NOVEMBER 2022**

	2022	2021
	£	£
<b>Turnover</b>	<b>1,791,413</b>	<b>1,231,687</b>
Cost of sales	<b>(535,154)</b>	<b>(468,780)</b>
<b>Gross profit</b>	<b>1,256,259</b>	<b>762,907</b>
Administrative expenses	<b>(676,717)</b>	<b>(576,952)</b>
<b>Operating profit</b>	<b>579,542</b>	<b>185,955</b>
Gift aid payable to Three Counties Agricultural Society	<b>(579,542)</b>	<b>(185,955)</b>
<b>Retained (loss) for the year</b>	<b>-</b>	<b>-</b>
<b>Total assets</b>	<b>£</b>	<b>£</b>
Debtors: amounts falling due within one year	<b>109,944</b>	<b>116,157</b>
Cash at bank and in hand	<b>11</b>	<b>16,106</b>
	<b>109,955</b>	<b>132,263</b>
<b>Total liabilities</b>		
Creditors: amounts falling due within one year	<b>(108,268)</b>	<b>(130,576)</b>
<b>Total assets less total liabilities</b>	<b>1,687</b>	<b>1,687</b>
<b>Reserves</b>	<b>£</b>	<b>£</b>
Profit and loss reserves	<b>1,682</b>	<b>1,682</b>
Share capital	<b>5</b>	<b>5</b>
<b>Shareholders' Funds</b>	<b>1,687</b>	<b>1,687</b>

Administration expenses include £672,058 (2021: £570,119) for services supplied by the Charity which are recharged to the subsidiary.

The trading company made a gift aid donation of £579,542 (2021: £185,955) to the Charity, with the result that it has a £nil annual corporation tax liability. At the year-end £18,210 was due from T.C.A. Trading Limited to Three Counties Agricultural Society (2021: £77,223 due from Three Counties Agricultural Society to T.C.A. Trading Ltd).

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**7. INVESTMENT INCOME**

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
Bank interest receivable	3	-
Dividends	28	27
	<b>31</b>	<b>27</b>

**8. NET INCOMING RESOURCES**

This is stated after charging the following:

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
Auditor's remuneration:		
For audit services	17	17
For other services	1	5
Assets owned by the Group:		
Depreciation	280	316
Amortisation	11	6
Operating Lease Costs	4	6

**9. A) AGRICULTURAL AND HORTICULTURAL ACTIVITIES – Resources Expended**

<b>Activity</b>	<b>Activities Undertaken Directly £000</b>	<b>Support Costs £000</b>	<b>2022 Total Costs £000</b>	<b>2021 Total Costs £000</b>
Agricultural and Horticultural shows	4,580	353	4,933	2,090

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**9. B) ANALYSIS OF TOTAL RESOURCES EXPENDED AND SUPPORT COSTS BREAKDOWN BY ACTIVITY**

**ANALYSIS OF TOTAL RESOURCES EXPENDED**

	Staff costs	Other costs	Depreciation and Amortisation	2022 Total £000	2021 Total £000
Agricultural and Horticultural shows	1,297	3,350	286	4,933	2,090
Educational bursaries	-	8	-	8	13
Costs of raising funds	41	97	5	143	704
Finance costs	-	8	-	8	8
<b>Total for Charity</b>	<b>1,338</b>	<b>3,463</b>	<b>291</b>	<b>5,092</b>	<b>2,815</b>
Trading costs of the Subsidiary	352	860	-	1,212	1,046
<b>Total for Group</b>	<b>1,690</b>	<b>4,323</b>	<b>291</b>	<b>6,304</b>	<b>3,861</b>

SUPPORT COSTS BREAKDOWN BY ACTIVITY	Raising Funds £000	Charitable Activities £000	2022 Total Group £000	2021 Total Group £000
Management	2	57	59	49
Finance	4	120	124	114
Information technology	4	125	129	68
Human resources	2	51	53	71
<b>Total</b>	<b>12</b>	<b>353</b>	<b>365</b>	<b>302</b>

**Basis of allocation**

Support costs are allocated between Agricultural and Horticultural shows and Fundraising events on the basis of their respective income. Any shows which are cancelled after several months of planning have support costs allocated on the basis of a percentage of budgeted turnover.

**GOVERNANCE COSTS**

	2022 £000	2021 £000
Auditors' remuneration for audit services	17	17
Legal and professional fees	33	21
Staff costs	29	27
Other	8	5
	<b>87</b>	<b>70</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**10. STAFF**

**a. Staff costs**

	2022	2021
	£000	£000
Wages and salaries	1,526	1,318
Social security costs	112	87
Pension contributions	52	64
	1,690	1,469

**b. Staff numbers**

The average number of full-time equivalent employees during the year was:

	2022	2021
	No.	No.
Office management	23	19
Permanent showground	10	8
	33	27

The average headcount of employees during the year was:

	123	77
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**c. Higher paid staff**

One employee of the charity earned between £160,000 and £170,000 during the year (2021: one employee earned between £120,000 and £130,000 during the year). Pension contributions in respect of this employee were £21,140 (2021: £39,000).

No employee of the charity earned between £60,000 and £70,000 during the year (2021: one employee of the charity earned between £60,000 and £70,000. Pension contributions in respect of this employee were £Nil).

**d. Remuneration of Key Management Personnel**

Aggregate employee benefits of key management personnel (including employer NIC and pension costs) totalled £465,793 (2021: £457,115).

**e. Termination payments**

During the year termination payments of £15,300 were made (2021: £30,000).

**11. TRUSTEES REMUNERATION AND EXPENSES**

Neither the trustees nor persons connected with them received any remuneration or other benefits from the Society or any connected organisation.

No trustee expenses were reimbursed in 2022 or 2021.

No trustees waived any expenses in 2022 or 2021.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**12. TANGIBLE FIXED ASSETS OF THE GROUP AND THE CHARITY**

	Freehold Land	Assets Under Construction	Buildings	Plant and Machinery	Motor Vehicles	Office/ Show Equipment	Total
	£000	£000	£000	£000	£000	£000	£000
<b>Cost</b>							
<i>At 1 December 2021</i>	955	507	5,829	957	45	297	8,590
Additions	-	5	22	13	-	24	64
Disposals	-	-	(2)	(17)	-	(46)	(65)
	<b>955</b>	<b>512</b>	<b>5,849</b>	<b>953</b>	<b>45</b>	<b>275</b>	<b>8,589</b>
<b>Depreciation</b>							
<i>At 1 December 2021</i>	-	-	4,215	856	45	259	5,375
Disposals	-	-	(2)	(14)	-	(46)	(62)
Charge for the year	-	-	207	49	-	24	280
	-	-	<b>4,420</b>	<b>891</b>	<b>45</b>	<b>237</b>	<b>5,593</b>
<b>Net Book Value</b>							
<b>At 30 November 2022</b>	<b>955</b>	<b>512</b>	<b>1429</b>	<b>62</b>	<b>-</b>	<b>38</b>	<b>2,996</b>
<i>At 30 November 2021</i>	955	507	1,614	101	-	38	3,215

Included within tangible fixed assets above are perpetual cups and trophies with a cost of £53k. These have been held for a number of years and are fully written down at the Balance Sheet date.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**13. INTANGIBLE FIXED ASSETS OF THE GROUP AND THE CHARITY**

<b>Cost</b>	<b>Website £000</b>	<b>Total £000</b>
<i>As at 1st December 2021</i>	59	59
Additions	29	29
Disposals	(47)	(47)
	<u>41</u>	<u>41</u>
 <b>Amortisation</b>		
<i>As at 1st December 2021</i>	45	45
Charge on disposals	(46)	(46)
Charge for the year	11	11
	<u>10</u>	<u>10</u>
 <b>Net book value</b>		
<b>At 30th November 2022</b>	<u>31</u>	<u>31</u>
 <i>At 30th November 2021</i>	<u>14</u>	<u>14</u>

**14. INVESTMENTS**

	<b>Charity Listed Investments</b>	
	<b>2022 £000</b>	<b>2021 £000</b>
<i>At 1 December 2021</i>	1,333	1,182
Additions	162	52
Disposals	(173)	(29)
Net gains	<u>(53)</u>	<u>128</u>
<b>At 30 November 2022</b>	<b>1,269</b>	<b>1,333</b>
Cash balances awaiting reinvestment	<u>85</u>	<u>55</u>
<b>At 30 November 2022</b>	<b><u>1,354</u></b>	<b><u>1,388</u></b>
Historical cost	<u>1,004</u>	<u>996</u>

The Society owns 100% of the five £1 ordinary share capital of T.C.A. Trading Limited, which carries out the letting of facilities and associated activities.

The largest listed investment held represents 8.93% of the total portfolio however this investment is placed with a tracker on the US Market rather than with a single company and so does not represent a stock specific risk.

The market value of investments held outside of the UK was £475,896 (2021: £532,908).

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

15. DEBTORS	Group		Charity	
	2022 £000	2021 £000	2022 £000	2021 £000
Trade debtors	231	242	121	209
Amounts due from subsidiary company	-	-	18	-
Prepayments and accrued income	<u>142</u>	<u>170</u>	<u>142</u>	<u>164</u>
	<u>373</u>	<u>412</u>	<u>281</u>	<u>373</u>

16. CREDITORS	Group		Charity	
	2022 £000	2021 £000	2022 £000	2021 £000
Trade creditors	34	39	34	39
Amounts due to subsidiary company	-	-	-	77
Taxation and social security	133	73	133	73
Accruals	167	105	167	105
Pension costs	12	1	12	1
Deferred income (see note 17)	361	538	276	413
Bank loans due within one year	245	245	245	245
Bank credit cards	7	4	7	4
Other creditors	<u>5</u>	<u>5</u>	-	-
	<u>964</u>	<u>1,010</u>	<u>874</u>	<u>957</u>

17. DEFERRED INCOME	Group		Charity	
	2022 £000	2021 £000	2022 £000	2021 £000
<i>Balance at 1 December 2021</i>	538	466	413	420
Released during the year	(538)	(466)	(413)	(420)
Income received in the year	<u>361</u>	<u>538</u>	<u>276</u>	<u>413</u>
<b>Deferred income at 30 November 2022</b>	<u>361</u>	<u>538</u>	<u>276</u>	<u>413</u>

Deferred income at 30 November 2022 represents income invoiced and advance tickets sold in respect of the shows to be held in 2023.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**18. BANK LOANS**

	Group		Charity	
	2022 £000	2021 £000	2022 £000	2021 £000
Due within one year	245	245	245	245
Due between one and two years	246	242	246	242
Due between two and five years	601	1,089	601	1,089
Due in more than five years	=	=	=	=
<b>Total secured loans</b>	<b>1,092</b>	<b>1,576</b>	<b>1,092</b>	<b>1,576</b>
Less due within one year (see note 16)	<u>(245)</u>	<u>(245)</u>	<u>(245)</u>	<u>(245)</u>
<b>Total loans due in more than one year</b>	<b><u>847</u></b>	<b><u>1,331</u></b>	<b><u>847</u></b>	<b><u>1,331</u></b>

The Society entered into a loan agreement with NatWest Bank in 2020 to purchase agricultural land adjacent to the showground. At the balance sheet date £598k remains outstanding, repayable over 5 years at the bank's variable rate.

The Society also entered into a low interest CBILS loan agreement with NatWest Bank in 2020 to borrow funds during the Coronavirus Covid-19 Pandemic. At the balance sheet date £494k remains outstanding, repayable over 6 years at the bank's variable rate.

The two loans are secured over certain of the Society's assets.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**19. A) STATEMENT OF FUNDS**

	<i>Balance at 1 December 2021 £000</i>	<b>Income £000</b>	<b>Expenditure £000</b>	<b>Transfers £000</b>	<b>Gains / (losses) £000</b>	<b>Balance at 30 November 2022 £000</b>
<b>Restricted funds</b>						
Educational bursaries	1,108	10	(8)	-	-	1,110
<b>Total restricted funds</b>	<b>1,108</b>	<b>10</b>	<b>(8)</b>	<b>-</b>	<b>-</b>	<b>1,110</b>
<b>Unrestricted funds</b>						
Charity	3,398	5,239	(5,084)	-	(53)	3,500
Trading subsidiary	2	1,791	(1,791)	-	-	2
Eliminated on consolidation	-	(580)	580	-	-	-
<b>Total unrestricted funds</b>	<b>3,400</b>	<b>6,450</b>	<b>(6,295)</b>	<b>-</b>	<b>(53)</b>	<b>3,502</b>
<b>TOTAL FUNDS</b>	<b>4,508</b>	<b>6,460</b>	<b>(6,303)</b>	<b>-</b>	<b>(53)</b>	<b>4,612</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**19. B) COMPARATIVE STATEMENT OF FUNDS**

	<i>Balance at 1 December 2020 £000</i>	<b>Income £000</b>	<b>Expenditure £000</b>	<b>Transfers £000</b>	<b>Gains / (losses) £000</b>	<b>Balance at 30 November 2021 £000</b>
<b>Restricted funds</b>						
Donated farm	-	9	(8)	(1)	-	-
Educational bursaries	1,102	10	(5)	1	-	1,108
<b>Total restricted funds</b>	<b>1,102</b>	<b>19</b>	<b>(13)</b>	<b>-</b>	<b>-</b>	<b>1,108</b>
<b>Unrestricted funds</b>						
Charity	3,759	2,313	(2,802)	-	128	3,398
Trading subsidiary	2	1,232	(1,232)	-	-	2
Eliminated on consolidation	-	(186)	186	-	-	-
<b>Total unrestricted funds</b>	<b>3,761</b>	<b>3,359</b>	<b>(3,848)</b>	<b>-</b>	<b>128</b>	<b>3,400</b>
<b>TOTAL FUNDS</b>	<b>4,863</b>	<b>3,378</b>	<b>(3,861)</b>	<b>-</b>	<b>128</b>	<b>4,508</b>

**20. NET ASSETS BY FUND**

	<b>2022</b>			<b>2021</b>		
	<b>Restricted funds £000</b>	<b>Unrestricted funds £000</b>	<b>Total £000</b>	<i>Restricted funds £000</i>	<i>Unrestricted funds £000</i>	<i>Total £000</i>
Fixed assets	-	4,381	4,381	-	4,617	4,617
Current assets	1,110	932	2,042	1,108	1,124	2,232
Current liabilities	-	(964)	(964)	-	(1,010)	(1,010)
Long term liabilities	-	(847)	(847)	-	(1,331)	(1,331)
<b>Net assets</b>	<b>1,110</b>	<b>3,502</b>	<b>4,612</b>	<b>1,108</b>	<b>3,400</b>	<b>4,508</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

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**21. RELATED PARTY TRANSACTIONS**

During the current year forestry services to the value of £1,125 (2021: £Nil) were provided by Adrian Hope Tree Services, a business jointly owned by Adrian Hope who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2021: £Nil).

During the current year professional fees to the value of £100 (2021: £Nil) were provided by McCartneys LLP, a business of which Clive Roads is a Partner and Chairman who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2021: £Nil).

During the current year telecommunication services to the value of £816 (2021: £779) were provided by RHM Telecommunications Ltd, a business of which Roger Head is a director and also a trustee of Three Counties Agricultural Society. As at the year-end £68 was outstanding (2021: £65).

During the current year a payment to the value of £Nil (2021: £9,000) was provided to Howle Hill Nursery Ltd, a business of which Peter Dowle is a director who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2021: £Nil).

During the current year payments to the value of £38,950 (2021: £1,250) were provided to Leaf Creative Design Ltd, a business of which Peter Dowle is a director who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2021: £Nil).

All payments shown are net of V.A.T.

All related party transactions are undertaken at arm's length and in accordance with the Society's procurement policy.

There are no further related party transactions requiring disclosure.

**22. CAPITAL COMMITMENTS**

At the year-end there were no capital commitments (2021: £Nil).

**23. PENSION COMMITMENTS**

The Society operates two defined contribution schemes. Contributions are charged to the Statement of Financial Activities as they become due. The assets are held separately from those of the charity in independently administered funds. The amount charged to the SOFA for the year was £52,410 (2021: £64,272). At the year-end £11,516 (2021: £888) remained outstanding.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**24. GROUP FINANCIAL INSTRUMENTS**

	2022	2021
	£000	£000
Financial assets measured at fair value	1,354	1,388
Financial assets measured at amortised cost	1,987	2,060
Financial liabilities measured at amortised cost	(213)	(154)

Financial assets measured at fair value comprise of investments.

Financial assets measured at amortised cost comprise of cash, trade debtors, accrued income and other debtors.

Financial liabilities measured at amortised cost comprise of trade creditors, accruals, bank credit cards and other creditors.

Impairment losses charged to non-financial assets measured at settlement value in the year amounted to £Nil (2021: £Nil).

**25. ANALYSIS OF CHANGES IN NET DEBT**

	Balance at 1 December 2021 £000	Cash- flows £000	New finance leases £000	Fair value movements £000	Other non-cash changes £000	Balance at 30 November 2022 £000
Cash	1,820	(151)	-	-	-	1,669
	1,820	(151)	-	-	-	1,669
Loans falling due within one year	(245)	245	-	-	(245)	(245)
Loans falling due after more than one year	(1,331)	239	-	-	245	(847)
<b>Total</b>	244	333	-	-	-	577

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**26. GRANTS PAYABLE**

During the current year, the Society made grant awards totalling £54k (2021: £43k) towards show gardens for the RHS Malvern Spring Festival.

Of these:           £8k was paid out to 1 small business (2021: £38k, 5 businesses);  
                      £41k was paid out to 5 individuals (2021: £5k, 4 individuals);  
                      £1k was paid out to 5 schools (2021: £Nil); and  
                      £4k was paid out to 4 flower societies (2021: £Nil)

The Society also paid out educational bursary awards in the year totalling £8k (2021: £5k).

There were no grants committed to but outstanding for payment at the year-end (2021: £Nil).

**27. OPERATING LEASES**

As at 30 November 2022 the Group had future minimum lease payments under non-cancellable operating leases as follows:

	<b>2022</b>	<b>2021</b>
	<b>£000</b>	<b>£000</b>
Expiry Date:		
Less than 1 year	<b>4</b>	-
Within 1 - 5 years	<b>5</b>	-
	<b>9</b>	-

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2022**

**28. COMPARATIVE CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES**

	Note	Unrestricted Funds 2021 £000	Restricted Funds 2021 £000	Total Funds 2021 £000
<b>INCOME FROM</b>				
<b>Donations and Legacies</b>	3	-	19	19
<b>Charitable activities</b>				
Agricultural and horticultural shows	4	1,359	-	1,359
<b>Other Income</b>	5	288	-	288
<b>Other trading activities</b>				
Fundraising events		453	-	453
Trading subsidiary income	6	1,232	-	1,232
Investments	7	27	-	27
<b>Total</b>		<u>3,359</u>	<u>19</u>	<u>3,378</u>
<b>EXPENDITURE ON</b>				
<b>Charitable activities</b>				
Agricultural and horticultural shows	9A	2,090	-	2,090
Educational Bursaries	9B	-	13	13
<b>Other</b>				
Fundraising events	9B	704	-	704
Trading subsidiary expenditure	9B	1,046	-	1,046
Investment management costs	9B	8	-	8
<b>Total</b>		<u>3,848</u>	<u>13</u>	<u>3,861</u>
Net gains on investments		128	-	128
<b>Net (expenditure)</b>		<u>(361)</u>	<u>6</u>	<u>(355)</u>
<b>RECONCILIATION OF FUNDS</b>				
<i>Total funds brought forward at 1 December 2020</i>		3,761	1,102	4,863
<b>TOTAL FUNDS CARRIED FORWARD AT 30 NOVEMBER 2021</b>	19	<u>3,400</u>	<u>1,108</u>	<u>4,508</u>

**THREE COUNTIES AGRICULTURAL SOCIETY**

England & Wales - Charity number 511868

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# Accounts

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Registered Charity Number: 511868  
Company number: 01568571

**Three Counties Agricultural Society  
(a company limited by guarantee)**

**Annual Report and Financial Statements**

**For the year ended 30 November 2021**

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**REPORTS AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 NOVEMBER 2021**

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# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES FOR THE YEAR ENDED 30 NOVEMBER 2021

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### THE BOARD

The Board of Trustees (who are the trustees of the Society for the purposes of charity law and the directors of the company for the purposes of company law) of the Three Counties Agricultural Society ("the Society") present their annual report for the year ended 30 November 2021 prepared in accordance with section 415A of the Companies Act 2006 relating to small entities, and the Charities Act 2011, together with the audited financial statements for that year.

### REFERENCE AND ADMINISTRATIVE DETAILS

The Three Counties Agricultural Society is a registered Charity (No. 511868) and a company (No. 01568571) limited by membership guarantee. Its principal address and registered office is shown on page 9.

The members of the Board of Trustees, which includes the present trustees, and any past trustees who served during the year, are given on page 9, together with the name of the Chief Executive. The President and Vice-Presidents and external advisers of the Society are as set out on pages 9 to 11.

### STRUCTURE, GOVERNANCE AND MANAGEMENT

The Society is governed by its Memorandum adopted on 12 May 1981 and last amended on 30 May 2008 and Articles of Association adopted on 28 October 1992 and last amended on 24 November 2005.

Under the amended Articles of Association adopted on 24 November 2005, the number of trustees is a maximum of twelve and the number of Council members a maximum of forty-five. The Board is responsible for the overall governance of the Society. Trustees are either elected or co-opted and the total number of trustees may not exceed twelve. Nine trustees are elected directly by Council and three may be co-opted by the Board of Trustees. Elected trustees may remain in office for three years but may not serve more than three consecutive full terms. Co-opted trustees are appointed by the Board of Trustees and may serve for up to two terms of three years or on other terms determined by the Board at the time of their co-option.

Effective partnership between trustees and staff continues to contribute significantly to our success. To increase the effectiveness of the trustees' roles and responsibilities, each has portfolio interests which require an understanding and a responsibility for specific aspects of the Society's work. Trustees are required to meet at least five times a year. Apart from the AGM, these meetings include four Board meetings where trustees review strategy and operational/investment performance and set operating plans and budgets. New trustees receive an information pack containing everything they need to know about the Society and its work for effective and informed decision-making, and trustee training sessions are held whenever a requirement is identified. Additional strategic reviews are held as and when needed for any other purpose.

Key Management Personnel for the Society are outlined on page 10. Remuneration is set by the Remuneration Committee, which is appointed by the Board of Trustees. The Remuneration Committee meets annually and includes the Chairman of the Board of Trustees, Chairman of Council, and a County Director. Its role is to approve staff bonuses and remuneration for the forthcoming year, with the objective of encouraging enhanced performance and rewarding fairly and responsibly individual contributions to the charity's success.

The Board delegates the exercise of certain powers in connection with the management and administration of the Society as set out below. This is controlled by requiring regular reporting back to the Board so that all decisions made under delegated powers can be ratified by the full Board in due course.

### RISK AND AUDIT REVIEW COMMITTEE

The Risk and Audit Review Committee is a committee of the Council whose purpose is to advise the Board on risk management and internal control and act as an independent review mechanism for the preparation and audit of the annual financial statements. The committee is formed of five individuals, at least two of whom shall be Council members and all of whom will be independent of the Board of Trustees. One of these shall be Chairman of the committee.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2021

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The committee has introduced a formal risk management process to assess business risks and implement risk management strategies. This has involved identifying the types of risks the Society faces, prioritising them in terms of potential impact and likelihood of occurrence, and identifying means of mitigating the risks. As part of this process the committee has reviewed the adequacy of the Society's current internal controls and the costs of operating particular controls relative to the benefits obtained. Procedures have been established for reporting failings immediately to appropriate levels of management and to the Board of Trustees.

The Board confirms that the major risks to which the Society is exposed, as identified by the committee, have been reviewed and systems have been established to mitigate those risks.

### CHIEF EXECUTIVE

The Chief Executive is responsible for the day-to-day management of the Society's affairs and for implementing policies agreed by the Board of Trustees. The Chief Executive is assisted by a team of senior managers.

### GROUP STRUCTURE

The Society has a wholly owned subsidiary, T.C.A. Trading Limited. The subsidiary carries out trading activities to raise funds for donating to the Society under Gift Aid, and during the financial year made an operating profit of £186k (2020: £5k) all of which has been donated to the Society under gift aid rules.

### STATEMENT OF TRUSTEES' RESPONSIBILITIES AND CORPORATE GOVERNANCE

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

Company law requires the trustees to prepare financial statements for each financial year. Under company law the trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and the group and of the incoming resources and application of resources, including the income and expenditure, of the charitable company/group for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make 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 company will continue in business.

The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions, disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006 and the provisions of the charity's constitution. They are also responsible for safeguarding the assets of the charity and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

So far as each of the trustees is aware at the time the report is approved:

- there is no relevant audit information of which the auditor is unaware, and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2021

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### CORPORATE GOVERNANCE

During 2019 Three Counties Agricultural Society was subject to a review of its governance structure by Crowe U.K. The Society's Council subsequently voted to accept the overall recommendations of the review in principle after certain amendments in May 2022. Internal controls over all forms of commitment and expenditure continue to be refined to improve efficiency. Processes are in place to ensure that performance is monitored, and that appropriate management information is prepared and reviewed regularly by both the executive management and the Board.

The systems of internal control are designed to provide reasonable but not absolute assurance against material misstatement or loss. They include:

- a strategic plan and annual budget approved by the trustees;
- regular consideration by the trustees of financial results, variances from budgets, non-financial performance indicators and benchmarking reviews;
- delegation of day-to-day management authority and segregation of duties; and
- identification and management of risks.

### OBJECTS, OBJECTIVES AND PRINCIPAL ACTIVITIES OF THE SOCIETY

The Memorandum of Association reflects the activities of the Society and incorporates the Charity Commission's GD1 model clause on trustees' benefits. The following is an extract from the Society's Memorandum of Association:

"The Society's primary object is to promote agriculture, horticulture, arboriculture, apiculture, forestry, rural crafts and skills and conservation for the public benefit; and in particular, but not exclusively, by:

- holding demonstrations of modern agricultural methods and processes;
- holding shows for the exhibition of agriculture, livestock, poultry, animal husbandry, farm and horticultural produce and forestry, and for the demonstration of agricultural and horticultural methods and processes, rural crafts and skills, machinery, vehicles, domestic goods, implements, tools and appliances, animal feed stuffs, fertilisers, seeds, and other items appertaining or ancillary to agriculture, horticulture, or any allied industry."

Each year the Society sets objectives which not only address the strategic objectives contained in the Memorandum but include tactical and operational objectives. The objectives for 2021, the Society's achievements against those objectives and the objectives for 2022 are discussed under the heading of Achievements and Performance, set out below.

Our vision is to be the regional centre within the Three Counties dedicated to the promotion of agriculture, horticulture, and arboriculture through public and trade shows and through direct/indirect education programmes.

### PUBLIC BENEFIT

As a charitable trust, the Society seeks to benefit the public through its stated aims which are shown in the Objects, Objectives and Principal Activities of the Society section of this report.

In furtherance of these aims the directors, as charity trustees, have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant subsector guidance concerning the operation of the Public Benefit requirement under the Act.

### GRANT-MAKING

The RHS Malvern Joint Show Committee makes annual grant awards to show garden designers which are a key feature of the RHS Malvern Spring Festival. The show gardens promote horticulture and arboriculture and themes in recent years have been linked to conservation. The Society also awards educational bursaries in accordance with its charitable objectives.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2021

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Decisions regarding grant awards and bursaries are made in advance but are not communicated or committed until the financial period they relate to, and payments are only made when achievements and performance targets are met. Due to the cancellation of the RHS Malvern Spring Festival in both 2020 and 2021, grant awards paid out in 2020 were deemed to be met over the two years.

### ACHIEVEMENTS AND PERFORMANCE

For the second successive year Covid-19 has impacted on our Society's performance. Two of our three major shows were cancelled, the RHS Malvern Spring Festival and the Royal Three Counties Show, resulting in a huge loss of potential revenue. It is these shows in particular, plus CountryTastic, that provide the platform for delivery of our charitable objectives. Furthermore, many lettings were also cancelled for the same reason adding to the challenge. The Society's focus for the year was to control and manage its resources as effectively as possible in order to protect reserves and maintain its profile ready for when Government restrictions are removed.

The specific objectives which the Society sets itself for the year are shown below along with an assessment of performance against those objectives:

#### OBJECTIVES FOR 2021

##### **1. Secure the future of Three Counties Agricultural Society by mitigating against potential risk**

The Society benefits from a very strong and active Risk and Audit Review Committee which functions independent of the Board of Trustees and has power to scrutinise decisions and provide special support to the Chief Executive. This committee has been invaluable in steering the Society through the impact of Covid-19.

##### **2. Always ensure positive cash flow**

Due to the events cancelled by Covid-19 and associated write-offs, positive cashflow was unable to be maintained throughout the year however, through careful management of its reserves, the Society was always able to ensure that there were no cashflow issues. For 2021 net cash outflow from operating activities was (£187k) (2020 net cash inflow was £190k) and EBITDA (earnings before interest, tax, depreciation, and amortisation) was (£188k) (2020 was (£805k)). Brought forward cash reserves, which were boosted by the Coronavirus Business Interruption Loan (CBIL) in 2020, enabled the Society to maintain a strong cash position at the year-end. A highly successful end to the year in staging Malvern Autumn Show, which was extended by an additional day, added to the overall position, and the year finished stronger than anticipated.

##### **3. Stage high quality, profitable shows which deliver the Society's charitable objectives whilst promoting British agriculture, horticulture, equine, and the rural economy.**

Two of the Society's three most major shows plus the CountryTastic event, which provide the platform to deliver this objective, were cancelled due to the Coronavirus. The Malvern Autumn Show, always a family favourite was able to run due to being held in September, and this produced the biggest attendance since its formation some 26 years ago.

##### **4. Re-model the Royal Three Counties Show to create a pure livestock and equine show of high quality which maintains the reputation of the Three Counties Agricultural Society.**

Due to the uncertainty of regulations being imposed by Covid-19, a new format of Royal Three Counties Show was planned based on livestock being the predominant focus. For the second year in succession the show was cancelled due to intelligence from the regulatory services indicating further government restrictions on major events.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2021

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### **5. Progress new business opportunities and promote the showground as a venue for hire.**

During the second part of the year with restrictions lifting, third-party event bookings soared due to pent-up demand. The Society also staged a number of smaller shows to comply with the regulations for reduced attendance and events. A successful equine show and food fair proved very popular and produced some welcomed financial return. Camping on a new scale for the Society also proved popular and will form part of the regular calendar.

### **6. In line with the 'Objects' of the Society run an education and bursary programme of which the Society can be proud.**

For a major part of the year staff were furloughed and shows cancelled meaning that the education programme was postponed. The Joe Henson Bursary did continue and received a number of attractive applications.

### **7. Maintain the appearance and standard of the showground through a planned maintenance programme.**

Despite Society and third-party events being cancelled and many staff being placed on furlough, it was essential to maintain the showground at a good standard in preparation for Covid-19 subsiding and large gathering events being permitted, which they were late in the year. A core number of estate staff remained working to ensure maintenance was upheld.

### **8. Retain a quality staffing compliment capable of delivering activities to a high standard.**

As experienced by many companies during pandemic times, several staff decided to seek other employment opportunities. Whilst the preference would have been not to lose a number of these staff an effective recruitment programme has resulted in a strong workforce ready for a new challenge.

### **9. Develop good relationships with all stakeholders.**

The Society's website always provides a good flow of information and has proved essential in these challenging times. We are extremely grateful to Worcestershire Regulatory Services for their assistance in helping us through the difficult times caused by the pandemic.

### **10. Expand the Society's knowledge and good practices relating to the environment and sustainability.**

Our plans were deferred due to the pandemic, but the Society did maintain its ISO 14001 accreditation.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2021

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### OBJECTIVES FOR 2022

The objectives for 2022, together with the strategies to achieve those objectives, are set out below:

- Stage the Royal Three Counties Show and re-establish its reputation as one of the UK's best agricultural shows with emphasis on livestock and as an enjoyable 'family day out'.
- Deliver the charitable objectives of the Society by promoting British agriculture, horticulture, equine, and rural affairs through the staging of high-quality shows.
- Identify and mitigate against potential risk which may adversely affect the Society.
- Maintain positive cash flow.
- Progress new business opportunities.
- Operate an education and bursary programme in line with the Society's charitable objectives.
- Through recruitment and training develop a staffing structure capable of delivering the objectives of the Society.
- Maintain the good appearance of the showground.
- Develop and maintain good relations with stakeholders.
- Explore options and practices for sustainability.

### STRATEGIES FOR ACHIEVING OBJECTIVES

The objectives will be developed through the use of the following strategies:

- A. The Society's shows should provide best practice in agriculture, horticulture, equestrianism, silviculture, the countryside, and the rural economy and provide the platform for achieving our charitable objectives;
- B. Commerciality opportunities will be realised through attendance at shows, sponsorship, venue hire, membership, and other related income streams;
- C. An effective Education Strategy lead by the Education Committee will focus our delivery of agricultural and horticulturally based education programmes;
- D. A focus on maintaining showground standards will be achieved using agreed maintenance and capital development budgets;
- E. Communications with stakeholders, including the local community will continue through an effective flow of information and engagement;
- F. Staff are key to delivering the Society's objectives. Good practice regarding the recruitment, training, communication, and management of staff will maintain a motivated team;
- G. Consider overhead costs, identify new events, and progress the development of the Langdale Woods Project;
- H. Progress a sustainability programme for the Showground.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2021

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### FINANCIAL REVIEW AND RESULTS FOR THE YEAR

Traditionally the main source of funding for the Society is ticket income from agricultural and horticultural shows. Due to the ongoing Covid-19 pandemic, two of the Society's three main shows were cancelled in 2021 and all advance tickets for these shows were either refunded in full or transferred to the following year's equivalent event dates. The Malvern Autumn Show went ahead in a new three-day format which proved successful, along with five smaller shows which generated total ticket income of £841k (2020: £115k) making up 24.9% (2020: 7.6%) of total income. During 2021 Government grant funding under the Coronavirus Job Retention Scheme and other Discretionary Grant awards from Government received in the year was £288k (2020: £457k).

The Statement of Financial Activities (SoFA), set out on page 16, shows that total incoming resources increased by 121.7% to £3,378k. Expenditure on charitable activities increased by 2.2% to £2,103k whilst total resources expended amounted to £3,861k (2020: £2,668k) resulting in a net loss for the year before gains/(losses) on investments of £483k (2020: Loss of £1,145k). This resulted in total funds carried forward decreasing by £355k to £4,508k (2020: decreasing by £1,143k to £4,863k).

### T.C.A. Trading Limited

The wholly-owned trading subsidiary experienced a restricted start to the year in terms of dates when the showground could open. Inevitably with four of the first five months of the calendar unavailable due to a national lockdown there were fewer events in total compared to normal years.

During 2021, revenue for the company increased by 249% to £1,232k (2020: £353k). The company undertakes the trading activities of the Society and generated a profit of £186k which has been donated to the Society under the provisions of Gift Aid (2020: £5k).

### FINANCIAL MANAGEMENT POLICIES

#### Key Risks and Reserves Policy

Each year the Board considers the Society's exposure to major risks in terms of their likely impact on its income sources and planned expenditure in the short term.

The ongoing Coronavirus (Covid-19) Pandemic and third lockdown announced in January 2021 resulted in the cancellation of the first half of the Society's 2021 show season, along with approximately four months of Venue Hire events. This not only had an impact on the Society's activities and its ability to generate funds, it also further reduced the Society's carried forward reserves. The Society continued to mitigate its losses by taking full advantage of available Government support schemes such as the Coronavirus Job Retention Scheme, Local Authority Discretionary Grant Fund Scheme, Business Rates Relief and reduced VAT rates for the leisure and hospitality sector. Whilst the Society worked on smaller shows through the summer, its main focus was the Malvern Autumn Show, to which was added a third day to the usual weekend event. The Society was also able to support the NHS by offering it a site for a major regional vaccination centre which, along with the Blackmore Park Campsite, helped the Society diversify its income streams, which it will continue to do in future years.

The Strategic Pathway which the Society implemented during the previous year continued to be relevant throughout the year:

- 1) To stabilise the cost base going forward and continually consider all options relating to staff, external advisors, contractor contracts and general overheads;
- 2) To identify new events that can profitably be held on site whilst complying with relevant safety guidelines;
- 3) To plan for events with the expectation that visitor numbers and total income could be lower than in previous years; and
- 4) To continue to progress the Langdale Woods project as a significant new source of all year-round income.

As a matter of policy, the trustees review the value of the reserves retained in the form of investments. The trustees believe the Society should continue to hold in the investment portfolio sufficient funds to allow the Society to be run efficiently, to provide a buffer against the short notice cancellation of a major show, to fund fixed capital renewals and maintenance to the Showground and to provide between six and twelve months' resource expended on administration and governance costs of the Society.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2021

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Following the impacts of Covid-19, total free reserves have fallen below those required to operate within the outlined policy however cash reserves are ample due to the Coronavirus Business Interruption Loan Scheme which has enabled the Society to meet its ongoing costs, whilst being able to plan and pay out deposits for forthcoming shows. Total reserves at the year-end were £4,508k (2020: £4,863k). Of these, £1,108k were restricted at the year-end (2020: £1,102k). This is disclosed in note 19. Unrestricted reserves include amounts that could only be realised by disposing of fixed assets totalling £3,229k, therefore free reserves at the year-end total £171k (2020: £327k). This situation is being closely monitored by the Trustees at their regular Board meetings.

### Investment Policy and performance

The Society's investments were valued at £1,242k at the start of the financial year. The investment portfolio continues to be managed with a cautious to medium risk profile. As at the balance sheet date, the portfolio is now valued at £1,387k. The trustees remain satisfied that this remains an appropriate vehicle for the Society. Through careful management the Society has been able to stabilise its costs during the Covid-19 Pandemic without needing to sell any of its investments.

### Going Concern

In light of the Covid-19 situation, the trustees believe that the Charity's financial resources and contingency planning is sufficient to ensure the ability of the Charity to continue as a going concern for the foreseeable future and therefore the financial statements have been prepared on this basis. This also applies to the trading subsidiary, T.C.A Trading Limited.

### HEALTH AND SAFETY

In the pursuit of excellence in all its activities the Society is committed to the promotion and implementation of health and safety measures to minimise both work-related accidents and ill health. The safety of visitors, staff, volunteers, and the contractors who visit the showground is of primary importance and it is the responsibility of the Chief Executive to ensure that all operations are carried out in accordance with health, safety and environmental legislation and standards to which the Society subscribes. Accountability for health and safety matters follows the acknowledged line management chain of authority to the manager or individuals specifically tasked and trained to exercise control.

### EMPLOYEES

The Society aims to be an organisation where employees enjoy a sense of fulfilment and where they feel supported and developed. Employees are kept fully informed about its strategy and objectives, as well as day-to-day news and events. Information about the organisation is available through regular briefings and post show meetings. All employees are encouraged to give their suggestions and views on performance and strategy. The Society continues to follow a policy of recruitment and promotion on the basis of aptitude and ability without discrimination.

### PENSIONS

The Society operates a contributory defined contribution pension scheme in which all permanent employees are entitled to participate, together with a Workplace Pension for the appropriate employees.

### RELATED PARTY TRANSACTIONS

The related party transactions are included in note 21 to these financial statements.

### FUNDRAISING

The charity had no fundraising activities requiring disclosure under S162A of the Charities Act.

### DIRECTOR'S INDEMNITY INSURANCE

The Society has in place an annual Management Liability Insurance policy to indemnify directors or officers against any claim first made against them to a limit of £500,000 for any wrongful act covered by the policy in their capacity as a director, officer, or employee of the charity and its trading subsidiary. The premium for the year was £2,357 including insurance premium tax (2020: £1,008).

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2021

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### REFERENCE AND ADMINISTRATIVE INFORMATION:

#### PRINCIPAL ADDRESS AND REGISTERED OFFICE

The Showground  
Malvern  
Worcestershire  
WR13 6NW

#### SECRETARY

Ken Nottage

#### PRESIDENT

Michael Blandford (from 1 December 2021)

#### VICE PRESIDENTS

Peter Dowle (from 1 December 2021)  
John Harper  
Graham Watkins

#### CHIEF EXECUTIVE

Ken Nottage

#### MEMBERS OF THE BOARD OF TRUSTEES

Lindsey Craddock (County Director)  
Nicholas Dee (from 1 December 2021)  
Peter Dowle  
Patrick Downes (Chairman and County Director until 19 October 2021)  
James Hawkins (Chairman from 19 October 2021)  
Roger Head OBE DL (County Director)  
Adrian Hope  
David Owens (until 10 December 2020)  
Prof. Joanna Price  
Clive Roads  
David Smart  
Michael Weaver (from 9 June 2022)

#### RISK AND AUDIT REVIEW COMMITTEE

Ruth Goodman  
Chris Lloyd  
Tania Phillips (from 27 July 2021)  
Mark Tufnell (Chairman)  
Mary Wathen

#### MEMBERS OF COUNCIL

Penelope Bossom (from 10 December 2020)  
Oliver Bruce  
Philip Burford (from 27 July 2021)  
Rachael Chamberlayne  
Penny Corbett  
Lindsey Craddock (resigned 26 July 2021)  
Clive Davies (from 27 July 2021)  
Nicholas Dee  
Peter Dowle (resigned 19 October 2021)  
Patrick Downes  
Ruth Goodman  
Robert Grinnall  
Laura Hamilton  
Francis Harcombe  
John Harper

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2021

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### MEMBERS OF COUNCIL (Continued)

Maurice Hart	
James Hawkins	
Dene Hazelwood	
Roger Head OBE DL	(retired 30 November 2021)
Adrian Hope	
Richard Lutwyche	(deceased 21 June 2021)
Russell Marchant	(from 27 July 2021)
Glyn Morgan MBE	
Cate Morris	
Iain Morrison	(from 27 July 2021)
David Owens	
Roger Phillips	
Tania Phillips	
Andrew Powers	
Prof. Joanna Price	(resigned 10 December 2020)
Bill Quan	
Clive Roads	(Chairman)
Henry Robinson	
Peter Rose	
James Sage	(from 27 July 2021)
Helen Smalley	
David Smart	
Kate Speke-Adams	
Mark Tufnell	
Mary Wathen	
Graham Watkins	
Dermot Weaver	
Michael Weaver	
Paul Westaway	(resigned 20 January 2021)

### KEY MANAGEMENT PERSONNEL

Paul Butler – Head of Ticketing and Business Systems	
Jane Edwards – Shows Manager	(from 7 June 2021)
Chris Eldridge – Head of Shows & New Business Development	(until 4 March 2022)
David Fenwick – Head of Finance	
Ken Nottage – Chief Executive	
Di Walton – Head of Shows	(until 9 July 2021)
John Wilesmith – Head of Operations	

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2021

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### PRINCIPAL PROFESSIONAL ADVISERS

#### Independent Auditor

Crowe U.K. LLP  
Statutory Auditor  
4<sup>th</sup> Floor St James House  
St James Square  
Cheltenham  
GL50 3PR

#### Principal Bankers

National Westminster Bank plc  
1 The Cross  
Worcester  
WR1 3PR

#### Solicitors

Harrison Clark Rickerbys  
Ellenborough House  
Wellington Street  
Cheltenham  
Gloucestershire  
GL50 1YD

#### Investment Managers

Rathbone Investment Management Limited  
Port of Liverpool Building  
Pier Head  
Liverpool  
L3 1NW

The report of the trustees has been prepared in accordance with section 415A of the Companies Act 2006 relating to small companies.

This report was approved by the Board on 9<sup>th</sup> June 2022 and signed on their behalf.



R J Head OBE DL

Chairman

# THREE COUNTIES AGRICULTURAL SOCIETY

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES AGRICULTURAL SOCIETY FOR THE YEAR ENDED 30 NOVEMBER 2021

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### Independent Auditor's Report to the Members and Trustees of Three Counties Agricultural Society

#### Opinion

We have audited the financial statements of Three Counties Agricultural Society ('the charitable company') and its subsidiary ('the group') for the year ended 30 November 2021 which comprise the consolidated Statement of Financial Activities, the charity and consolidated Balance Sheets, the consolidated Cashflow Statement, and notes to the financial statements, including 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 the charitable company's affairs as at 30 November 2021 and of the group's income and expenditure, for the year 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 and charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's or 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 trustees with respect to going concern are described in the relevant sections of this report.

#### Other information

The trustees are responsible for the other information contained within the annual report. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2021**

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Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**Opinions on other matters prescribed by the Companies Act 2006**

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

- the information given in the trustees' report, which includes the directors' report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report included within the trustees' report has been prepared in accordance with applicable legal requirements.

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

In light of the knowledge and understanding of the group and charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the directors' report included within the trustees' 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 and proper accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemptions in preparing the Trustees' Annual Report and from the requirement to prepare a strategic report.

**Responsibilities of trustees**

As explained more fully in the trustees' responsibilities statement set out on page 2, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

**Auditor's responsibilities for the audit of the financial statements**

We have been appointed as auditor under section 151 of the Charities Act 2011 and under the Companies Act 2006 and report in accordance with the Acts and relevant regulations made or having effect thereunder.

## THREE COUNTIES AGRICULTURAL SOCIETY

### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES AGRICULTURAL SOCIETY (CONTINUED) FOR THE YEAR ENDED 30 NOVEMBER 2021

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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.

Details of the extent to which the audit was considered capable of detecting irregularities, including fraud and non-compliance with laws and regulations are set out below.

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

#### **Extent to which the audit was considered capable of detecting irregularities, including fraud**

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We identified and assessed the risks of material misstatement of the financial statements from irregularities, whether due to fraud or error, and discussed these between our audit team members. We then designed and performed audit procedures responsive to those risks, including obtaining audit evidence sufficient and appropriate to provide a basis for our opinion.

We obtained an understanding of the legal and regulatory frameworks within which the charitable company and group operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 and the Charities Act 2011, together with the Charities SORP (FRS 102). We assessed the required compliance with these laws and regulations as part of our audit procedures on the related financial statement items.

In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which might be fundamental to the charitable company's and the group's ability to operate or to avoid a material penalty. We also considered the opportunities and incentives that may exist within the charitable company and the group for fraud.

Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Trustees and other management and inspection of regulatory and legal correspondence, if any.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be within the timing of recognition of income, and the override of controls by management. Our audit procedures to respond to these risks included enquiries of management, and the Finance Committee about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals, reviewing accounting estimates for biases, reviewing regulatory correspondence with the Charity Commission, designing testing around the timing and recognition of income, and reading minutes of meetings of those charged with governance.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2021**

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**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.



Guy Biggin  
Senior Statutory Auditor  
For and on behalf of  
**Crowe U.K. LLP**

Statutory Auditor  
4<sup>th</sup> Floor St James House  
St James Square  
Cheltenham  
GL50 3PR

16 June 2022

Crowe U.K. LLP is eligible for appointment as auditor of the charity by virtue of its eligibility for appointment as auditor of a company under section 1212 of the Companies Act 2006.

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES**  
(Incorporating an Income and Expenditure Account)  
**FOR THE YEAR ENDED 30 NOVEMBER 2021**

	Note	Unrestricted Funds £000	Restricted Funds £000	Total Funds 2021 £000	<i>Total Funds</i> 2020 £000
<b>INCOME FROM</b>					
<b>Donations and Legacies</b>	3	-	19	19	320
<b>Charitable activities</b>					
Agricultural and horticultural shows	4	1,359	-	1,359	293
<b>Other Income</b>	5	288	-	288	457
<b>Other trading activities</b>					
Fundraising events		453	-	453	76
Trading subsidiary income	6	1,232	-	1,232	353
Investments	7	27	-	27	24
<b>Total</b>		<u>3,359</u>	<u>19</u>	<u>3,378</u>	<u>1,523</u>
<b>EXPENDITURE ON</b>					
<b>Charitable activities</b>					
Agricultural and horticultural shows	9A	2,090	-	2,090	2,017
Educational Bursaries	9B	-	13	13	42
<b>Other</b>					
Fundraising events	9B	704	-	704	253
Trading subsidiary expenditure	9B	1,046	-	1,046	349
Investment management costs	9B	8	-	8	7
<b>Total</b>		<u>3,848</u>	<u>13</u>	<u>3,861</u>	<u>2,668</u>
Net gains on investments		128	-	128	2
<b>Net (expenditure)</b>		<u>(361)</u>	<u>6</u>	<u>(355)</u>	<u>(1,143)</u>
<b>RECONCILIATION OF FUNDS</b>					
<i>Total funds brought forward at 1 December 2020</i>	19	3,761	1,102	4,863	6,006
<b>TOTAL FUNDS CARRIED FORWARD AT 30 NOVEMBER 2021</b>	19	<u>3,400</u>	<u>1,108</u>	<u>4,508</u>	<u>4,863</u>

All amounts relate to continuing operations. The notes on pages 19 to 36 form part of these financial statements.

**THREE COUNTIES AGRICULTURAL SOCIETY  
CHARITY AND CONSOLIDATED BALANCE SHEETS  
AS AT 30 NOVEMBER 2021  
COMPANY NUMBER: 01568571**

	Notes	GROUP		CHARITY	
		2021	2020	2021	2020
		£000	£000	£000	£000
<b>FIXED ASSETS</b>					
Tangible assets	12	3,215	3,426	3,215	3,426
Intangible assets	13	14	8	14	8
Investments	14	1,388	1,242	1,388	1,242
		<u>4,617</u>	<u>4,676</u>	<u>4,617</u>	<u>4,676</u>
<b>CURRENT ASSETS</b>					
Debtors	15	412	380	373	366
Cash at bank and in hand		1,820	2,229	1,804	2,206
		<u>2,232</u>	<u>2,609</u>	<u>2,177</u>	<u>2,572</u>
<b>CREDITORS:</b> Amounts falling due within one year	16	(1,010)	(854)	(957)	(819)
<b>NET CURRENT ASSETS</b>		<u>1,222</u>	<u>1,755</u>	<u>1,220</u>	<u>1,753</u>
<b>LONG TERM LIABILITIES</b>					
Bank Loans	18	(1,331)	(1,568)	(1,331)	(1,568)
<b>NET ASSETS</b>		<u>4,508</u>	<u>4,863</u>	<u>4,506</u>	<u>4,861</u>
<b>FUNDS</b>					
Restricted funds	19	1,108	1,102	1,108	1,102
Unrestricted funds	19	3,400	3,761	3,398	3,759
<b>TOTAL FUNDS</b>		<u>4,508</u>	<u>4,863</u>	<u>4,506</u>	<u>4,861</u>

The Charity's net outgoing resources for the period were £355k (2020: outgoing resources of £1,143k).

The Financial Statements are prepared in accordance with the special provisions of part 15 of the Companies Act relating to small companies.

Approved and authorised for issue by the trustees on 9<sup>th</sup> June 2022 and signed on their behalf by

  
**R J Head OBE DL  
Chairman**

The notes on pages 19 to 36 form part of these financial statements.

**THREE COUNTIES AGRICULTURAL SOCIETY  
CONSOLIDATED CASH FLOW STATEMENT  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

	Note	2021 £000	2020 £000
<b>Cash flows from operating activities</b>			
Net cash (used in) / provided by operating activities	i	(187)	190
<b>Cash flows from investing activities</b>			
Dividends and interest from investments		27	24
Purchase of property, plant, and equipment		(105)	(881)
Purchase of intangible assets		(12)	-
Cash transferred from investment account		6	188
Proceeds from sale of investments		29	78
Purchase of investments		(52)	(280)
<b>Net cash (used in) investing activities</b>		<b>(107)</b>	<b>(871)</b>
<b>Cash flows from financing activities</b>			
Cash inflows from new borrowing		-	1,662
Repayments of borrowing		(87)	-
Interest paid		(28)	(11)
<b>Net cash (used in) / provided by financing activities</b>		<b>(115)</b>	<b>1,651</b>
Change in cash and cash equivalents in the reporting period		(409)	970
Cash and cash equivalents at 1 December 2020		2,229	1,259
Cash and cash equivalents at 30 November 2021	ii	1,820	2,229
i) Reconciliation of cash flows from operating activities:			
		2021 £000	2020 £000
Net (expenditure) for the reporting period		(355)	(1,143)
<b>Adjustments for:</b>			
Interest paid		28	11
Depreciation charge		316	347
Amortisation charge		6	11
(Gains) on investments		(128)	(2)
Loss on sale of fixed assets		-	5
Dividends and interest from investments		(27)	(24)
(Increase) / decrease in debtors		(32)	875
Increase in creditors (excluding bank loans)		5	110
		<b>(187)</b>	<b>190</b>
ii) Analysis of cash and cash equivalents:			
		2021 £000	2020 £000
Cash at bank		1,820	2,229
Deposits		-	-
		<b>1,820</b>	<b>2,229</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

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**1. CHARITY INFORMATION**

Three Counties Agricultural Society ('the Society') is a registered charity with the Charities Commission England and Wales (charity number: 511868) and is incorporated as a company limited by guarantee (company number: 01568571, England and Wales). The address of its principal and registered office is The Showground, Malvern, Worcestershire, WR13 6NW.

**2. STATEMENT OF ACCOUNTING POLICIES**

**a. Basis of preparation**

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) (effective 1 January 2019) - (Charities SORP (FRS 102)) and the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

The financial statements have been prepared under the historical cost convention.

Three Counties Agricultural Society meets the definition of a public benefit entity under FRS 102.

The functional currency of the Society is considered to be GBP because that is the currency of the primary economic environment in which the Charity operates.

**b. Consolidated Financial Statements**

These financial statements consolidate the Society and its subsidiary undertaking, T.C.A. Trading Limited. No separate SOFA has been presented for the Society alone, as permitted by Section 408 of the Companies Act 2006. Net outgoing resources attributable to the Charity totalled £355k for the year (2020: *outgoing resources of £1,143k*). The Society has also taken advantage of the exemption available to a qualifying entity in FRS 102 from the requirement to present a charity only Cash Flow Statement with the consolidated financial statements.

**c. Going Concern**

The trustees have undertaken detailed planning and forecasting and continue to monitor the situation with regards to Covid-19. Please refer to page 8 of the Trustees Report where the trustees have reflected on the current situation and have outlined the impact for the Group. Despite the current circumstances the trustees believe that the Group's financial resources and contingency planning is sufficient to ensure the ability of the Group to continue as a going concern for the foreseeable future, being at least twelve months from the date of approval of these financial statements and therefore have prepared the financial statements on a going concern basis.

**d. Funds Structure**

Unrestricted funds are those funds available for use by the Society for any charitable purpose at the discretion of the trustees.

Restricted funds are subject to specific conditions by donors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the financial statements.

**e. Incoming Resources**

All incoming resources are included in the Statement of Financial Activities ("SOFA") as and when entitlement arises, the amount can be reliably quantified and the economic benefit to the Society is considered probable.

Incoming resources from charitable activities comprises income from shows staged in accordance with the Society's charitable activities.

Income from fundraising events represents entry fees and services provided and sponsorships which relate to the current financial year.

Income from donations are recognised on receipt.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

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Income from legacies are recognised once the Society has entitlement, the amount is measurable, and the gift is probable.

Government grants are credited to the consolidated statement of financial activities as the related expenditure is incurred.

**f. Resources Expended**

Costs of raising funds include direct and indirect costs attributed to fundraising activities for the Society. These include shows and other fundraising events.

Costs of charitable activities include direct and support costs attributed to activities in furtherance of the Society's educational activities. These comprise of agricultural and horticultural shows and educational bursary awards.

Governance costs are included within support costs and comprise direct and indirect expenditure involved in ensuring that the Society complies with its charitable and statutory obligations.

The allocation and apportionment of costs to T.C.A. Trading Limited is based on management's estimate of attributable costs incurred. The apportionment of costs for all shows and fundraising is based on the turnover for each show.

**g. Grants payable**

Grant payments are recognised once there is an obligation to make a payment, the payment is probable, and the payment can be measured reliably. Grant commitments are communicated to the recipient in the period the award is payable and are subject to performance-related conditions being met.

**h. Pension**

The Society operates two defined contribution schemes. Contributions are charged to the Statement of Financial Activities as they become due.

**i. Taxation**

As a registered charity, Three Counties Agricultural Society is entitled to tax exemptions on all its income and gains, properly applied for its charitable purposes.

**j. Tangible Fixed Assets and Depreciation**

Fixed assets costing less than £500 are written off to the SOFA.

Tangible fixed assets are stated at cost less depreciation and impairment. Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life:

Permanent buildings	4% on cost
Property improvements	10% to 25% on cost
New wooden buildings	10% to 25% on cost
Plant and machinery	10% to 25% on cost
Motor vehicles	33% on cost
Office and show equipment	25% to 33% on cost

Assets in the course of construction are included at cost and are not depreciated until they are brought into use. Land is not depreciated.

**k. Intangible Fixed Assets and Amortisation**

Intangible fixed assets are stated at cost less amortisation. Amortisation is provided at the following annual rate in order to write off each asset over its estimated useful life and charged to the SOFA:

Company Website	25% on cost
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**l. Investments**

Fixed asset investments are stated at market value at the balance sheet date. Changes in the valuation of investments during the year are shown as gains or losses in the SOFA.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

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**m. Creditors**

Creditors are recognised on an accruals basis once there is a legal or constructive obligation that commits the Society to the obligation.

**n. Debtors**

Short term debtors are initially measured at transaction price, less any impairment. Prepayments are measured at the amount prepaid.

**o. Financial Instruments**

Three Counties Agricultural Society only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Investments are held at fair value.

**p. Termination payments**

Termination payments are accounted for as soon as the charitable company is aware of the obligation to make the payment.

**q. Operating leases**

Rentals payable under operating leases are charged to the SOFA as incurred over the term of the lease.

**r. Judgements in applying accounting policies and key sources of estimation of uncertainty**

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.

The items in the financial statements where these estimates and judgements have been made include the following:

**i) Useful economic lives of tangible and intangible assets**

The annual depreciation charges for the tangible assets and amortisation charges of intangible assets are sensitive to changes in the estimate useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on economic utilisation and the physical condition of the assets. See notes 12 and 13 for the carrying amount of the tangible and intangible assets and notes 2j and 2k for the useful lives for each class of asset.

**ii) Impairment**

Debtors – the Group makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 15 for the net carrying amount of the debtors.

Fixed assets – property, plant and equipment are stated at historical cost less accumulated depreciation and any recognised impairment losses. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's value is impaired when the asset's carrying amount is greater than its estimated recoverable amount.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**3. INCOME FROM DONATIONS & LEGACIES**

	Unrestricted £000	Restricted £000	2021 £000	2020 £000
Donated Farm	-	9	9	308
Educational Bursaries	-	10	10	10
Other Donations	-	-	-	2
	-	19	19	320

**4. INCOME FROM CHARITABLE ACTIVITIES**

	2021 £000	2020 £000
Show income	1,292	222
Other income	67	71
	1,359	293

**5. OTHER INCOME**

	2021 £000	2020 £000
Central & Local Government Grant funding	288	457
	288	457

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**6. SUBSIDIARY RESULTS**

Three Counties Agricultural Society owns 100% of the share capital of T.C.A. Trading Limited (registered company no: 01638353), which was set up to carry out the trading activities of the group. The entity exists to undertake any non-primary purpose trading activity with any profits being donated back to the Charity under Gift Aid rules. These activities include income and expenditure relating to commercial sponsorship agreements and the renting out available showground space and facilities to third parties when these are not being used by the Charity's primary activities. Its registered address is The Showground, Malvern, Worcestershire, WR13 6NW.

Its trading results, as extracted from the audited accounts, are summarised below:

**PROFIT AND LOSS ACCOUNT AND BALANCE SHEET FOR THE YEAR ENDED 30 NOVEMBER 2021**

	2021	2020
	£	£
<b>Turnover</b>	<b>1,231,687</b>	<b>353,435</b>
Cost of sales	<b>(468,780)</b>	<b>(54,817)</b>
<b>Gross profit</b>	<b>762,907</b>	<b>298,618</b>
Administrative expenses	<b>(576,952)</b>	<b>(293,758)</b>
<b>Operating profit</b>	<b>185,955</b>	<b>4,860</b>
Gift aid payable to Three Counties Agricultural Society	<b>(185,955)</b>	<b>(4,860)</b>
<b>Retained (loss) for the year</b>	<b>-</b>	<b>-</b>
<b>Total assets</b>	<b>£</b>	<b>£</b>
Debtors: amounts falling due within one year	<b>116,157</b>	<b>29,596</b>
Cash at bank and in hand	<b>16,106</b>	<b>22,900</b>
	<b>132,263</b>	<b>52,496</b>
<b>Total liabilities</b>		
Creditors: amounts falling due within one year	<b>(130,576)</b>	<b>(50,809)</b>
<b>Total assets less total liabilities</b>	<b>1,687</b>	<b>1,687</b>
<b>Reserves</b>	<b>£</b>	<b>£</b>
Profit and loss reserves	<b>1,682</b>	<b>1,682</b>
Share capital	<b>5</b>	<b>5</b>
<b>Shareholders' Funds</b>	<b>1,687</b>	<b>1,687</b>

Administration expenses include £570,119 (2020: £283,789) for services supplied by the Charity which are recharged to the subsidiary.

The trading company made a gift aid donation of £185,955 (2020: £4,860) to the Charity, with the result that it has a £nil annual corporation tax liability. At the year-end £77,223 was due from Three Counties Agricultural Society to T.C.A. Trading Limited (2020: £15,506 due to T.C.A. Trading Ltd).

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**7. INVESTMENT INCOME**

	2021 £000	2020 £000
Bank interest receivable	-	1
Dividends	27	23
	27	24

**8. NET INCOMING RESOURCES**

This is stated after charging the following:

	2021 £000	2020 £000
Auditor's remuneration:		
For audit services	17	15
For other services	5	4
Assets owned by the Group:		
Depreciation	316	347
Amortisation	6	12
Operating Lease Costs	6	6

**9. A) AGRICULTURAL AND HORTICULTURAL ACTIVITIES – Resources Expended**

Activity	Activities Undertaken Directly £000	Support Costs £000	2021 Total Costs £000	2020 Total Costs £000
Agricultural and Horticultural shows	1,853	237	2,090	2,017

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**9. B) ANALYSIS OF TOTAL RESOURCES EXPENDED AND SUPPORT COSTS BREAKDOWN BY ACTIVITY**

**ANALYSIS OF TOTAL RESOURCES EXPENDED**

	Staff costs	Other costs	Depreciation and Amortisation	2021 Total	2020 Total
	£000	£000	£000	£000	£000
Agricultural and Horticultural shows	908	895	287	2,090	2017
Educational bursaries	-	13	-	13	42
Costs of raising funds	225	444	35	704	253
Finance costs	-	8	-	8	7
<b>Total for Charity</b>	<b>1,133</b>	<b>1,360</b>	<b>322</b>	<b>2,815</b>	<b>2,319</b>
Trading costs of the Subsidiary	336	710	-	1,046	349
<b>Total for Group</b>	<b>1,469</b>	<b>2,070</b>	<b>322</b>	<b>3,861</b>	<b>2,668</b>

<b>SUPPORT COSTS BREAKDOWN BY ACTIVITY</b>	Raising Funds	Charitable Activities	2021 Total Group	2020 Total Group
	£000	£000	£000	£000
Management	11	38	49	82
Finance	24	90	114	98
Information technology	15	53	68	102
Human resources	15	56	71	44
<b>Total</b>	<b>65</b>	<b>237</b>	<b>302</b>	<b>326</b>

**Basis of allocation**

Support costs are allocated between Agricultural and Horticultural shows and Fundraising events on the basis of their respective income. For those shows which were cancelled after several months of planning, support costs are allocated on the basis of 25% of budgeted turnover.

**GOVERNANCE COSTS**

	2021 £000	2020 £000
Auditors' remuneration for audit services	17	15
Legal and professional fees	21	26
Staff costs	27	32
Other	5	7
	<b>70</b>	<b>80</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**10. STAFF**

**a. Staff costs**

	2021	2020
	£000	£000
Wages and salaries	1,318	1,268
Social security costs	87	95
Pension contributions	64	67
	1,469	1,430

**b. Staff numbers**

The average number of full-time equivalent employees during the year was:

	2021	2020
	No.	No.
Office management	19	21
Permanent showground	8	9
Temporary office	-	-
Temporary showground	-	-
	27	30

The average headcount of employees during the year was:

	77	42
--	----	----

**c. Higher paid staff**

One employee of the charity earned between £120,000 and £130,000 during the year (2020: one employee earned between £100,000 and £110,000 during the year). Pension contributions in respect of this employee were £39,000 (2020: £39,000).

One employee of the charity earned between £60,000 and £70,000. Pension contributions in respect of this employee were £Nil (2020: £Nil).

**d. Remuneration of Key Management Personnel**

Aggregate employee benefits of key management personnel (including employer NIC and pension costs) totalled £457,115 (2020: £428,041).

**e. Termination payments**

During the year termination payments of £30,000 were made (2020: £38,505).

**11. TRUSTEES REMUNERATION AND EXPENSES**

Neither the trustees nor persons connected with them received any remuneration or other benefits from the Society or any connected organisation.

No trustee expenses were reimbursed in 2021 or 2020.

No trustees waived any expenses in 2021 or 2020.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**12. TANGIBLE FIXED ASSETS OF THE GROUP AND THE CHARITY**

	Freehold Land	Assets Under Construction	Buildings	Plant and Machinery	Motor Vehicles	Office/ Show Equipment	Total
	£000	£000	£000	£000	£000	£000	£000
<b>Cost</b>							
<i>At 1 December 2020</i>	955	432	5,816	953	45	286	8,487
Additions	-	75	14	5	-	11	105
Disposals	-	-	(1)	(1)	-	-	(2)
	<b>955</b>	<b>507</b>	<b>5,829</b>	<b>957</b>	<b>45</b>	<b>297</b>	<b>8,590</b>
<b>Depreciation</b>							
<i>At 1 December 2020</i>	-	-	3,990	795	45	231	5,061
Disposals	-	-	(1)	(1)	-	-	(2)
Charge for the year	-	-	226	62	-	28	316
	-	-	<b>4,215</b>	<b>856</b>	<b>45</b>	<b>259</b>	<b>5,375</b>
<b>Net Book Value</b>							
<b>At 30 November 2021</b>	<b>955</b>	<b>507</b>	<b>1,614</b>	<b>101</b>	<b>-</b>	<b>38</b>	<b>3,215</b>
<i>At 30 November 2020</i>	955	432	1,826	158	-	55	3,426

Included within tangible fixed assets above are perpetual cups and trophies with a cost of £53k. These have been held for a number of years and are fully written down at the Balance Sheet date.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**13. INTANGIBLE FIXED ASSETS OF THE GROUP AND THE CHARITY**

	<b>Website</b>	<b>Total</b>
	<b>£000</b>	<b>£000</b>
<b>Cost</b>		
<i>As at 1st December 2020</i>	47	47
Additions in year	12	12
	<b>59</b>	<b>59</b>
 <b>Amortisation</b>		
<i>As at 1st December 2020</i>	39	39
Charge for year	6	6
	<b>45</b>	<b>45</b>
 <b>Net book value</b>		
<b>At 30th November 2021</b>	<b>14</b>	<b>14</b>
 <i>At 30th November 2020</i>	8	8

**14. INVESTMENTS**

	<b>Charity</b>	
	<b>Listed Investments</b>	
	<b>2021</b>	<b>2020</b>
	<b>£000</b>	<b>£000</b>
<i>At 1 December 2020</i>	1,182	978
Additions	52	280
Disposals	(29)	(78)
Net gains	128	2
<b>At 30 November 2021</b>	<b>1,333</b>	<b>1,182</b>
Cash balances awaiting reinvestment	55	60
<b>At 30 November 2021</b>	<b><u>1,388</u></b>	<b><u>1,242</u></b>
Historical cost	<b><u>996</u></b>	<b><u>988</u></b>

The Society owns 100% of the five £1 ordinary share capital of T.C.A. Trading Limited, which carries out the letting of facilities and associated activities.

The largest listed investment held represents 10.3% of the total portfolio however this investment is placed with a tracker on the US Market rather than with a single company and so does not represent a stock specific risk.

The market value of investments held outside of the UK was £532,908 (2020: £423,303).

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

15. DEBTORS	Group		Charity	
	2021 £000	2020 £000	2021 £000	2020 £000
Trade debtors	242	46	209	34
Prepayments and accrued income	170	274	164	272
Other debtors	-	<u>60</u>	-	<u>60</u>
	<u>412</u>	<u>380</u>	<u>373</u>	<u>366</u>
16. CREDITORS	Group		Charity	
	2021 £000	2020 £000	2021 £000	2020 £000
Trade creditors	39	91	39	91
Amounts due to subsidiary company	-	-	77	16
Taxation and social security	73	26	73	26
Accruals	105	80	105	80
Pension costs	1	5	1	5
Deferred income (see note 17)	538	466	413	420
Bank loans due within one year	245	94	245	94
Bank credit cards	4	2	4	2
Other creditors	<u>5</u>	<u>90</u>	-	<u>85</u>
	<u>1,010</u>	<u>854</u>	<u>957</u>	<u>819</u>
17. DEFERRED INCOME	Group		Charity	
	2021 £000	2020 £000	2021 £000	2020 £000
<i>Balance at 1 December 2020</i>	466	330	420	315
Released during the year	(466)	(330)	(420)	(315)
Income received in the year	<u>538</u>	<u>466</u>	<u>413</u>	<u>420</u>
<b>Deferred income at 30 November 2021</b>	<u>538</u>	<u>466</u>	<u>413</u>	<u>420</u>

Deferred income at 30 November 2021 represents income invoiced and advance tickets sold in respect of the shows to be held in 2022.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**18. BANK LOANS**

	Group		Charity	
	2021 £000	2020 £000	2021 £000	2020 £000
Due within one year	245	94	245	94
Due between one and two years	242	242	242	242
Due between two and five years	1,089	1,193	1,089	1,193
Due in more than five years	-	<u>133</u>	-	<u>133</u>
<b>Total secured loans</b>	<b>1,576</b>	1,662	<b>1,576</b>	1,662
Less due within one year (see note 16)	<u>(245)</u>	<u>(94)</u>	<u>(245)</u>	<u>(94)</u>
<b>Total loans due in more than one year</b>	<b><u>1,331</u></b>	<u>1,568</u>	<b><u>1,331</u></b>	<u>1,568</u>

The Society entered into a loan agreement with NatWest Bank in 2020 to purchase agricultural land adjacent to the showground. At the balance sheet date £639k remains outstanding, repayable over 5 years at the bank's variable rate.

The Society also entered into a low interest CBILS loan agreement with NatWest Bank in 2020 to borrow funds during the Coronavirus Covid-19 Pandemic. At the balance sheet date £937k remains outstanding, repayable over 6 years at the bank's variable rate.

The two loans are secured over certain of the Society's assets.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**19. A) STATEMENT OF FUNDS**

	<i>Balance at 1 December 2020 £000</i>	<b>Income £000</b>	<b>Expenditure £000</b>	<b>Transfers £000</b>	<b>Gains / (losses) £000</b>	<b>Balance at 30 November 2021 £000</b>
<b>Restricted funds</b>						
Donated farm	-	9	(8)	(1)	-	-
Educational bursaries	1,102	10	(5)	1	-	1,108
<b>Total restricted funds</b>	<b>1,102</b>	<b>19</b>	<b>(13)</b>	<b>-</b>	<b>-</b>	<b>1,108</b>
<b>Unrestricted funds</b>						
Charity	3,759	2,313	(2,802)	-	128	3,398
Trading subsidiary	2	1,232	(1,232)	-	-	2
Eliminated on consolidation	-	(186)	186	-	-	-
<b>Total unrestricted funds</b>	<b>3,761</b>	<b>3,359</b>	<b>(3,848)</b>	<b>-</b>	<b>128</b>	<b>3,400</b>
<b>TOTAL FUNDS</b>	<b>4,863</b>	<b>3,378</b>	<b>(3,861)</b>	<b>-</b>	<b>128</b>	<b>4,508</b>

During the year a donation of £10,000 (2020: £10,000) was made from an anonymous donor towards an educational bursary. A total of £5,000 (2020: £7,000) was expended during the year on the bursary and £14,000 (2020: £9,000) has been carried forward at the year-end.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**19. B) COMPARATIVE STATEMENT OF FUNDS**

	<i>Balance at 1 December 2019 £000</i>	<b>Income £000</b>	<b>Expenditure £000</b>	<b>Transfers £000</b>	<b>Gains / (losses) £000</b>	<b>Balance at 30 November 2020 £000</b>
<b>Restricted funds</b>						
Donated farm	820	308	(35)	(1093)	-	-
Educational bursaries	6	10	(7)	1093	-	1,102
<b>Total restricted funds</b>	<b>826</b>	<b>318</b>	<b>(42)</b>	<b>-</b>	<b>-</b>	<b>1,102</b>
<b>Unrestricted funds</b>						
Charity	5,178	857	(2,278)	-	2	3,759
Trading subsidiary	2	353	(353)	-	-	2
Eliminated on consolidation	-	(5)	5	-	-	-
<b>Total unrestricted funds</b>	<b>5,180</b>	<b>1,205</b>	<b>(2,626)</b>	<b>-</b>	<b>2</b>	<b>3,761</b>
<b>TOTAL FUNDS</b>	<b>6,006</b>	<b>1,523</b>	<b>(2,668)</b>	<b>-</b>	<b>2</b>	<b>4,863</b>

**20. NET ASSETS BY FUND**

	<b>2021</b>			<b>2020</b>		
	<b>Restricted funds £000</b>	<b>Unrestricted funds £000</b>	<b>Total £000</b>	<i>Restricted funds £000</i>	<i>Unrestricted funds £000</i>	<i>Total £000</i>
Fixed assets	-	4,617	4,617	-	4,676	4,676
Current assets	1,108	1,124	2,232	1,102	1,507	2,609
Current liabilities	-	(1,010)	(1,010)	-	(760)	(760)
Long term liabilities	-	(1,331)	(1,331)	-	(1,662)	(1,662)
<b>Net assets</b>	<b>1,108</b>	<b>3,400</b>	<b>4,508</b>	<b>1,102</b>	<b>3,761</b>	<b>4,863</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

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**21. RELATED PARTY TRANSACTIONS**

During the current year forestry services to the value of £Nil (2020: £1,245) were provided by Adrian Hope Tree Services, a business jointly owned by Adrian Hope who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2020: £Nil).

During the current year professional fees to the value of £Nil (2020: £22,937) were provided by McCartneys LLP, a business of which Clive Roads is a Partner and Chairman who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2020: £Nil).

During the current year telecommunication services to the value of £779 (2020: £767) were provided by RHM Telecommunications Ltd, a business of which Roger Head is a director and also a trustee of Three Counties Agricultural Society. As at the year-end £65 was outstanding (2020: £64).

During the current year a payment to the value of £9,000 (2020: £10,000) was provided to Howle Hill Nursery Ltd, a business of which Peter Dowle is a director who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2020: £Nil).

During the current year a payment to the value of £1,250 (2020: £Nil) was provided to Leaf Creative Design Ltd, a business of which Peter Dowle is a director who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2020: £Nil).

All payments shown are net of V.A.T.

There are no further related party transactions requiring disclosure.

**22. CAPITAL COMMITMENTS**

At the year-end there were no capital commitments (2020: £Nil).

**23. PENSION COMMITMENTS**

The Society operates two defined contribution schemes. Contributions are charged to the Statement of Financial Activities as they become due. The assets are held separately from those of the charity in independently administered funds. The amount charged to the SOFA for the year was £64,272 (2020: £67,017). At the year-end £888 (2020: £5,084) remained outstanding.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

**24. GROUP FINANCIAL INSTRUMENTS**

	<b>2021</b>	<i>2020</i>
	<b>£000</b>	<i>£000</i>
Financial assets measured at fair value	<b>1,388</b>	<i>1,242</i>
Financial assets measured at amortised cost	<b>2,060</b>	<i>2,333</i>
Financial liabilities measured at amortised cost	<b>(154)</b>	<i>(263)</i>

Financial assets measured at fair value comprise of investments.

Financial assets measured at amortised cost comprise of cash, trade debtors, accrued income and other debtors.

Financial liabilities measured at amortised cost comprise of trade creditors, accruals, bank credit cards and other creditors.

Impairment losses charged to non-financial assets measured at settlement value in the year amounted to £Nil (*2020: £Nil*).

**25. ANALYSIS OF CHANGES IN NET DEBT**

	<i>Balance at 1 December 2020 £000</i>	<b>Cash- flows £000</b>	<b>New finance leases £000</b>	<b>Fair value movements £000</b>	<b>Other non-cash changes £000</b>	<b>Balance at 30 November 2021 £000</b>
Cash	<i>2,229</i>	<b>(409)</b>	-	-	-	<b>1,820</b>
	<i>2,229</i>	<b>(409)</b>	-	-	-	<b>1,820</b>
Loans falling due within one year	<i>(94)</i>	<b>94</b>	-	-	<b>(245)</b>	<b>(245)</b>
Loans falling due after more than one year	<i>(1,568)</i>	-	-	-	<b>237</b>	<b>(1,331)</b>
<b>Total</b>	<i>567</i>	<b>(315)</b>	-	-	<b>(8)</b>	<b>244</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021**

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**26. GRANTS PAYABLE**

During the current year the Society made no further grant awards however grant awards totalling £43k (2020: £34k) were brought forward from the previous year towards show gardens for the RHS Malvern Spring Festival which was subsequently cancelled.

Of these:           £38k was paid out to 5 small businesses (2020: £13k, 2 businesses);  
                       £5k was paid out to 4 individuals (2020: £19k, 6 individuals);  
                       Nothing was paid out to any schools (2020: £2k, 10 schools); and  
                       Nothing was paid out to any flower societies (2020: £Nil)

The Society also paid out educational bursary awards in the year totalling £5k (2020: £7k).

There were no grants committed to but outstanding for payment at the yearend (2020: £Nil).

**27. OPERATING LEASES**

As at 30 November 2021 the group had future minimum lease payments under non-cancellable operating leases as follows:

	<b>2021</b>	<i>2020</i>
	<b>£000</b>	<i>£000</i>
Expiry Date:		
Less than 1 year	-	6
Within 1 - 5 years	-	-
	-	6
	-	6

THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2021

28. COMPARATIVE CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES

	Note	Unrestricted Funds 2020 £000	Restricted Funds 2020 £000	Total Funds 2020 £000
<b>INCOME FROM</b>				
<b>Donations and Legacies</b>	3	2	318	320
<b>Charitable activities</b>				
Agricultural and horticultural shows	4	293	-	293
<b>Other Income</b>	5	457	-	457
<b>Other trading activities</b>				
Fundraising events		76	-	76
Trading subsidiary income	6	353	-	353
Investments	7	24	-	24
<b>Total</b>		<b>1,205</b>	<b>318</b>	<b>1,523</b>
<b>EXPENDITURE ON</b>				
<b>Charitable activities</b>				
Agricultural and horticultural shows	9A	2,017	-	2,017
Educational Bursaries	9B	-	42	42
<b>Other</b>				
Fundraising events	9B	253	-	253
Trading subsidiary expenditure	9B	349	-	349
Investment management costs	9B	7	-	7
<b>Total</b>		<b>2,626</b>	<b>42</b>	<b>2,668</b>
Net gains / (losses) on investments		2	-	2
<b>Net income</b>		<b>(1,419)</b>	<b>276</b>	<b>(1,143)</b>
<b>RECONCILIATION OF FUNDS</b>				
<i>Total funds brought forward at 1 December 2019</i>		5,180	826	6,006
<b>TOTAL FUNDS CARRIED FORWARD AT 30 NOVEMBER 2020</b>	19	<b>3,761</b>	<b>1,102</b>	<b>4,863</b>

**THREE COUNTIES AGRICULTURAL SOCIETY**

England & Wales - Charity number 511868

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# Accounts

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Registered Charity Number: 511868  
Company number: 01568571

**Three Counties Agricultural Society  
(a company limited by guarantee)**

**Annual Report and Financial Statements**

**For the year ended 30 November 2020**

**THREE COUNTIES AGRICULTURAL SOCIETY**

**REPORTS AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

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# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES FOR THE YEAR ENDED 30 NOVEMBER 2020

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### THE BOARD

The Board of Trustees (who are the trustees of the Society for the purposes of charity law and the directors of the company for the purposes of company law) of the Three Counties Agricultural Society ("the Society") present their annual report for the year ended 30 November 2020 prepared in accordance with section 415A of the Companies Act 2006 relating to small entities, and the Charities Act 2011, together with the audited financial statements for that year.

### REFERENCE AND ADMINISTRATIVE DETAILS

The Three Counties Agricultural Society is a registered Charity (No. 511868) and a company (No. 01568571) limited by membership guarantee. Its principal address and registered office is shown on page 10.

The members of the Board of Trustees, which includes the present trustees, and any past trustees who served during the year, are given on page 10, together with the name of the Chief Executive. The President and Vice-Presidents and external advisers of the Society are as set out on pages 10 to 12.

### STRUCTURE, GOVERNANCE AND MANAGEMENT

The Society is governed by its Memorandum adopted on 12 May 1981 and last amended on 30 May 2008 and Articles of Association adopted on 28 October 1992 and last amended on 24 November 2005.

Under the amended Articles of Association adopted on 24 November 2005, the number of trustees is a maximum of twelve and the number of Council members a maximum of forty-five. The Board is responsible for the overall governance of the Society. Trustees are either elected or co-opted and the total number of trustees may not exceed twelve. Nine trustees are elected directly by Council and three may be co-opted by the Board of Trustees. Elected trustees may remain in office for three years but may not serve more than three consecutive full terms. Co-opted trustees are appointed by the Board of Trustees and may serve for up to two terms of three years or on other terms determined by the Board at the time of their co-option.

Effective partnership between trustees and staff continues to contribute significantly to our success. To increase the effectiveness of the trustees' roles and responsibilities, each has portfolio interests which require an understanding and a responsibility for specific aspects of the Society's work. Trustees are required to meet at least five times a year. Apart from the AGM, these meetings include four Board meetings where trustees review strategy and operational/investment performance and set operating plans and budgets. New trustees receive an information pack containing everything they need to know about the Society and its work for effective and informed decision-making, and trustee training sessions are held whenever a requirement is identified. Additional strategic reviews are held as and when needed for any other purpose.

Key Management Personnel for the Society are outlined on page 11. Remuneration is set by the Remuneration Committee, which is appointed by the Board of Trustees. The Remuneration Committee meets annually and includes the Chairman of the Board of Trustees, Chairman of Council and a County Director. Its role is to approve staff bonuses and remuneration for the forthcoming year, with the objective of encouraging enhanced performance and rewarding fairly and responsibly individual contributions to the charity's success.

The Board delegates the exercise of certain powers in connection with the management and administration of the Society as set out below. This is controlled by requiring regular reporting back to the Board so that all decisions made under delegated powers can be ratified by the full Board in due course.

### RISK AND AUDIT REVIEW COMMITTEE

The Risk and Audit Review Committee is a committee of the Council whose purpose is to advise the Board on risk management and internal control and act as an independent review mechanism for the preparation and audit of the annual financial statements. The committee is formed of four individuals, at least two of whom shall be Council members and all of whom will be independent of the Board of Trustees. One of these shall be Chairman of the committee.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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The committee has introduced a formal risk management process to assess business risks and implement risk management strategies. This has involved identifying the types of risks the Society faces, prioritising them in terms of potential impact and likelihood of occurrence, and identifying means of mitigating the risks. As part of this process the committee has reviewed the adequacy of the Society's current internal controls and the costs of operating particular controls relative to the benefits obtained. Procedures have been established for reporting failings immediately to appropriate levels of management and to the Board of Trustees.

The Board confirms that the major risks to which the Society is exposed, as identified by the committee, have been reviewed and systems have been established to mitigate those risks.

### CHIEF EXECUTIVE

The Chief Executive is responsible for the day-to-day management of the Society's affairs and for implementing policies agreed by the Board of Trustees. The Chief Executive is assisted by a team of senior managers.

### GROUP STRUCTURE

The Society has a wholly owned subsidiary, T.C.A. Trading Limited. The subsidiary carries out trading activities to raise funds for donating to the Society under Gift Aid, and during the financial year made an operating profit of £5k (2019: £409k) all of which has been covenanted to the Society.

### STATEMENT OF TRUSTEES' RESPONSIBILITIES AND CORPORATE GOVERNANCE

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

Company law requires the trustees to prepare financial statements for each financial year. Under company law the trustees must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the charitable company and the group and of the incoming resources and application of resources, including the income and expenditure, of the charitable company/group for that period. In preparing these financial statements, the trustees are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make 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 company will continue in business.

The trustees are responsible for keeping adequate accounting records that are sufficient to show and explain the charitable company's transactions, disclose with reasonable accuracy at any time the financial position of the charitable company and enable them to ensure that the financial statements comply with the Companies Act 2006 and the provisions of the charity's constitution. They are also responsible for safeguarding the assets of the charity and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

So far as each of the trustees is aware at the time the report is approved:

- there is no relevant audit information of which the auditor is unaware, and
- the trustees have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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### CORPORATE GOVERNANCE

During the previous year Three Counties Agricultural Society was subject to a review by Crowe U.K. of its governance structure, the findings of which are in the process of being deliberated by Council. Internal controls over all forms of commitment and expenditure continue to be refined to improve efficiency. Processes are in place to ensure that performance is monitored and that appropriate management information is prepared and reviewed regularly by both the executive management and the Board.

The systems of internal control are designed to provide reasonable but not absolute assurance against material misstatement or loss. They include:

- a strategic plan and annual budget approved by the trustees;
- regular consideration by the trustees of financial results, variances from budgets, non-financial performance indicators and benchmarking reviews;
- delegation of day-to-day management authority and segregation of duties; and
- identification and management of risks.

### OBJECTS, OBJECTIVES AND PRINCIPAL ACTIVITIES OF THE SOCIETY

The Memorandum of Association reflects the activities of the Society and incorporates the Charity Commission's GD1 model clause on trustees' benefits. The following is an extract from the Society's Memorandum of Association:

"The Society's primary object is to promote agriculture, horticulture, arboriculture, apiculture, forestry, rural crafts and skills and conservation for the public benefit; and in particular, but not exclusively, by:

- holding demonstrations of modern agricultural methods and processes;
- holding shows for the exhibition of agriculture, livestock, poultry, animal husbandry, farm and horticultural produce and forestry, and for the demonstration of agricultural and horticultural methods and processes, rural crafts and skills, machinery, vehicles, domestic goods, implements, tools and appliances, animal feed stuffs, fertilisers, seeds and other items appertaining or ancillary to agriculture, horticulture or any allied industry."

Each year the Society sets objectives which not only address the strategic objectives contained in the Memorandum but include tactical and operational objectives. The objectives for 2020, the Society's achievements against those objectives and the objectives for 2021 are discussed under the heading of Achievements and Performance, set out below.

Our vision is to be the regional centre within the Three Counties dedicated to the promotion of agriculture, horticulture and arboriculture through public and trade shows and through direct/indirect education programmes.

### PUBLIC BENEFIT

As a charitable trust, the Society seeks to benefit the public through its stated aims which are shown in the Objects, Objectives and Principal Activities of the Society section of this report.

In furtherance of these aims the directors, as charity trustees, have complied with the duty in Section 17 of the Charities Act 2011 to have due regard to the Charity Commission's published general and relevant subsector guidance concerning the operation of the Public Benefit requirement under the Act.

### GRANT-MAKING

The RHS Malvern Joint Show Committee makes annual grant awards to show garden designers which are a key feature of the RHS Malvern Spring Festival. The show gardens promote horticulture and arboriculture and themes in recent years have been linked to conservation. The Society also awards educational bursaries in accordance with its charitable objectives.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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Decisions regarding grant awards and bursaries are made in advance but are not communicated or committed until the financial period they relate to and payments are only made when achievements and performance targets are met.

### ACHIEVEMENTS AND PERFORMANCE

In normal years, the Society's objectives are directly linked to its three most major agricultural and horticultural shows - RHS Malvern Spring Festival, The Royal Three Counties Show and Malvern Autumn Show. These shows plus smaller events such as CountryTastic and the Three Counties Farming Conference inform and educate visitors which has been a long-standing objective of the Society.

This year has been a very different, and a difficult year for the Society due to the impact of Covid-19. Our usual shows were cancelled, and the Society had to find new ways of achieving its objectives by delivering smaller events within Government guidelines, and innovative new ways to reach the public such as virtual shows. If there is one positive that we can draw from the challenges we faced in 2020, it is that the appetite of visitors to engage with what we deliver remains strong and loyal.

The specific objectives which the Society sets itself for the year are shown below along with an assessment of performance against those objectives:

### OBJECTIVES FOR 2020

- 1. Stage high quality shows to deliver the Society's charitable objectives whilst promoting British agriculture, horticulture and the rural economy and fulfilling stakeholders' expectations.**

The national 'lockdown' and later restrictions on staging major visitor events caused by Covid-19 resulted in the Society's annual shows being cancelled. Later in the year, with restrictions partially lifted, the Society staged a one-day food fair, two-day plant and garden fair, a canine event and an equine event to deliver its objectives. These events were all restricted to under 5,000 visitors and maintained adequate spacing, following all Government guidelines.

- 2. Maintain the reputation and profile of the Royal Three Counties Show as one of the best agricultural shows in the UK.**

Covid-19 prevented staging of the Royal Three Counties Show. The only other time the show has been cancelled in the Society's history was in 2001 due to the foot and mouth epidemic which affected livestock. Not to be defeated in 2020 a 'virtual' Royal Three Counties Show was staged. We could not have foreseen the popularity this would have, drawing 39,000 visitors from 86 countries to the event over three days. Guests and Society supporters provided content and tributes, including HRH The Princess Royal, Patron of Royal Three Counties Show.

- 3. Improve the standard of the showground through planned maintenance and capital development programmes.**

With the absence of shows being staged, and a reduced workforce due to essential furlough periods the standard of the showground was maintained when staff were available. The substantial level of projects and improvements to infrastructure carried out in previous years has paid dividends to the overall quality of the showground. Capital projects were reduced this year with maintenance prioritised, these included the completion of a building at our largest entrance which includes greater space for visitor lines, perimeter fencing replacement and the creation of hand sanitization stations for deployment around the grounds during events. Grant funds from the local authority distributed under Covid-19 guidelines were put to important use in altering our facilities for visitors with the addition of exit doors and screening facilitating one-way systems.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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### **4. Secure the Society's longevity by progressing new business opportunities.**

The Society's most major project, Langdale Wood Lodges Park was placed on hold in March, re-starting in September 2020. New business opportunities therefore took the form of creative events such as the staging of socially spaced, outdoor music concerts. Some of our regular hirers were able to stage altered events with much reduced attendance and use of only outside space. For others cancellation or postponement were their only options. We have worked closely with hirers providing special assistance in matters such as space planning, risk assessments and track and trace.

### **5. Run an education programme in line with the 'Objects' of the Society.**

Cancellation of the Society's main shows has removed the most prominent platform of education programmes this year. This has raised the importance of our bursary scheme and the importance of the Society's support for students of agriculture. Opportunities will be extended soon, with the introduction of a further bursary for agricultural students following a generous legacy to the Society, details will be available in spring 2021.

On 23rd January the Society held its annual Careers Fair, welcoming over 1,000 school and home educated students from our three counties. Incorporating 45 stands which demonstrated careers in industries such as agriculture, horticulture, technology, healthcare and hospitality. There were also a range of universities, colleges and training providers promoting courses, apprenticeships and other training opportunities available in the local area. The Society provided a quantity of travel bursaries which enabled schools to bring as many students as possible to take part in the experience. The event has grown in popularity and we hope to expand the offering in 2021. The suggested plan is to work with local LEPs to offer workshops on CV writing and interview techniques.

### **6. Protect the Society's reputation by mitigating against potential risks.**

The Society's Risk and Audit Review Committee considers risks and makes recommendation to the Board of Trustees on how to mitigate against them. Covid-19 was not the only major risk considered by this Committee during 2020. In January the Chief Executive who was being treated for lymphoma was unable to continue working. An Interim Chief Executive of pedigree was recruited out of retirement and successfully steered the Society for the next eight months when the Chief Executive returned to his post.

### **7. Retain a quality staffing compliment, through ongoing training and with continual succession planning for the future.**

During this difficult period the Society has retained the majority of staff and strengthened commercial leadership through the recruitment of a talented Head of Commercial Services, replacing the outgoing Head of Department. The Government's Coronavirus Job Retention Scheme (CJRS) has prevented numerous redundancies, with just one negotiated departure and one non-replacement of a resignation.

### **8. Always ensure positive cash flow**

Positive cashflow was maintained throughout the year. For 2020 net cash from operating activities was £190k (2019 was £159k) and EBITDA (earnings before interest, tax, depreciation and amortisation) was (£805k) (2019 was £1,156k). The Society's cash reserves have been supplemented by the addition of a £1m Coronavirus Business Interruption Loan (CBILS).

### **9. Develop good relationships with local communities and stakeholders.**

A good flow of information promoted through the Society's improved website continues to maintain good relations with stakeholders and particularly neighbours who are always interested in the activities of the Society. We have a good relationship with our local regulatory body, Worcestershire Regulatory Services, who have assisted immensely with guidance and advice on events staged during this challenging year. Their input has been highly regarded by both our own staff and those hiring the showground.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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### **10. Continue to promote the Three Counties Showground to third parties for staging events.**

Very few third-party hired events were staged during 2020 due to Covid-19, however, long established relationships were maintained through joint efforts to reduce the financial impact to hirers. As mentioned in point 4, some innovative outdoor events were added to the calendar in the way of music events, proving that there is enthusiasm for our facilities, where open space is at a premium. A full calendar of third-party events is anticipated for 2021.

### **11. Expand the Society's knowledge and good practices relating to the environment and sustainability.**

Improving sustainability is at the forefront of the Society's ambitions. Whilst financial restrictions prevented major initiatives during this year many 'quick win' procedures have been established including the appointment of a waste contractor with recycling capabilities and insisting service providers follow sustainable activities to remove the use of plastics and reduce fuel consumption.

### **OBJECTIVES FOR 2021**

The objectives for 2021, together with the strategies to achieve those objectives, are set out below:

1. Secure the future of Three Counties Agricultural Society by mitigating against potential risk;
2. Always ensure positive cash flow;
3. Stage high quality, profitable shows which deliver the Society's charitable objectives whilst promoting British agriculture, horticulture, equine and the rural economy;
4. Re-model the Royal Three Counties Show to create a pure livestock and equine show of high quality which maintains the reputation of the Three Counties Agricultural Society;
5. Progress new business opportunities and promote the showground as a venue for hire;
6. In line with the 'Objects' of the Society run an education and bursary programme of which the Society can be proud;
7. Maintain the appearance and standard of the showground through a planned maintenance programme;
8. Retain a quality staffing compliment capable of delivering activities to a high standard;
9. Develop good relationships with all stakeholders;
10. Expand the Society's knowledge and good practices relating to the environment and sustainability.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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### STRATEGIES FOR ACHIEVING OBJECTIVES

The objectives will be developed through the use of the following strategies:

- A. The Society's shows provide best practice in agriculture, horticulture, equestrianism, the countryside, and the rural economy and provide the platform for achieving our charitable objectives;
- B. Commercial opportunities will be realised through attendance at shows, sponsorship, venue hire, membership, and other related income streams;
- C. An effective Education Strategy lead by the Education Committee will focus our delivery of agricultural and horticulturally based education programmes;
- D. A focus on maintaining showground standards will be achieved using agreed maintenance and capital development budgets;
- E. Communications with stakeholders, including the local community will continue through an effective flow of information and engagement;
- F. Staff are key to delivering the Society's objectives. Good practice regarding the recruitment, training, communication, and management of staff will maintain a motivated team.

### FINANCIAL REVIEW AND RESULTS FOR THE YEAR

Traditionally the main source of funding for the Society is ticket income from agricultural and horticultural shows. Due to the ongoing Covid-19 pandemic all three of the Society's main shows were cancelled in 2020 and all advance tickets were either refunded in full or transferred to the following year's equivalent event dates. During the year some small shows were able to generate modest ticket income totalling £115k (2019: £2,208k) making up 7.6% (2019: 32%) of total income. During 2020 the main source of funding was Government grant funding received under the Coronavirus Job Retention scheme and other Discretionary Grant awards. The total Government funding received in the year was £457k (2019: zero).

The Statement of Financial Activities (SoFA), set out on page 16, shows that total incoming resources was reduced by 74% to £1,523k. Expenditure on charitable activities reduced by 57% to £2,059k whilst total resources expended amounted to £2,668k (2019: £5,986k) resulting in a net loss for the year before gains/(losses) on investments of £1,145k (2019: Surplus £838k). This resulted in total funds carried forward decreasing by £1,143k to £4,863k (2019: increasing by £923k to £6,006k).

### T.C.A. Trading Limited

The wholly-owned trading subsidiary experienced a restricted year, both in terms of dates when the showground could open and size of events which were able to be held safely. Inevitably with almost five months of the calendar unavailable due to a national lockdown there were fewer events in total compared to preceding years.

During 2020, revenue for the company decreased by 74% to £353k. (2019: £1,373k). The company undertakes the trading activities of the Society and generated a profit of £5k which has been donated to the Society under the provisions of Gift Aid (2019: £409k).

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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### FINANCIAL MANAGEMENT POLICIES

#### Key Risks and Reserves Policy

Each year the Board considers the Society's exposure to major risks in terms of their likely impact on its income sources and planned expenditure in the short term.

The Coronavirus (Covid-19) Pandemic and lockdown announced in March 2020 resulted in the cancellation of the majority of the Society's 2020 Shows along with several months of Venue Hire events. Whilst this ongoing situation severely impacted the Society's activities and its ability to generate funds, it also reduced the Society's carried forward reserves. The Society continues to mitigate its losses by taking full advantage of available Government support schemes such as the Government's Job Retention Scheme, Coronavirus Business Interruption Loan Scheme, Local Authority Discretionary Grant Fund Scheme, Business Rates Relief and reduced VAT rates for the leisure and hospitality sector. The Society intends to run another online Virtual RHS Malvern Spring Festival for 2021 in order to maintain its profile and to support the traders, exhibitors and contributors who will be key to the success of future shows. The Society's virtual shows have enabled it to continue to deliver its Charitable Objectives during a period when the country continues to be severely restricted by the National Lockdown and economic activity is significantly reduced.

The Society implemented a Strategic Pathway during 2020 which continues to be relevant in the post year end period:

- 1) To stabilise the cost base going forward in readiness for when the HMRC JRS scheme funding ends on 30<sup>th</sup> September 2021. The Society will continually consider all options relating to staff, external advisors, contractor contracts and general overheads;
- 2) To identify new events that can profitably be held on site whilst still complying with relevant Covid-19 guidelines;
- 3) To plan for 2021 events with the expectation that visitor numbers and total income could be lower than in previous years; and
- 4) To continue to progress the Langdale Woods project as a significant new source of all year-round income.

As a matter of policy, the trustees review the value of the reserves retained in the form of investments. The trustees believe the Society should continue to hold in the investment portfolio sufficient funds to allow the Society to be run efficiently, to provide a buffer against the short notice cancellation of a major show, to fund fixed capital renewals and maintenance to the Showground and to provide between six and twelve months' resource expended on administration and governance costs of the Society.

Following the impacts of Covid-19, total free reserves have fallen below those required to operate within the outlined policy. Total reserves at the year-end were £4,863k (2019: £6,006k). Of these, £1,102k were restricted at the year-end (2019: £826k). This is disclosed in note 19. Unrestricted reserves include amounts that could only be realised by disposing of fixed assets totalling £3,434k, therefore free reserves at the yearend total £327k (2019: £2,264k).

#### Investment Policy and performance

The Society's investments were valued at £1,226k at the start of the financial year. The investment portfolio continues to be managed with a cautious to medium risk profile. As at the balance sheet date, the portfolio is now valued at £1,242k. The trustees remain satisfied that this remains an appropriate vehicle for the Society. Through careful management the Society has been able to stabilise its costs during the Covid-19 Pandemic without needing to sell any of its investments.

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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### Going Concern

In light of the Covid-19 situation, the trustees believe that the Charity's financial resources and contingency planning is sufficient to ensure the ability of the Charity to continue as a going concern for the foreseeable future and therefore the financial statements have been prepared on this basis. This also applies to the trading subsidiary, T.C.A Trading Limited.

### HEALTH AND SAFETY

In the pursuit of excellence in all its activities the Society is committed to the promotion and implementation of health and safety measures to minimise both work-related accidents and ill health. The safety of visitors, staff, volunteers and the contractors who visit the showground is of primary importance and it is the responsibility of the Chief Executive to ensure that all operations are carried out in accordance with health, safety and environmental legislation and standards to which the Society subscribes. Accountability for health and safety matters follows the acknowledged line management chain of authority to the manager or individuals specifically tasked and trained to exercise control.

### EMPLOYEES

The Society aims to be an organisation where employees enjoy a sense of fulfilment and where they feel supported and developed. Employees are kept fully informed about its strategy and objectives, as well as day-to-day news and events. Information about the organisation is available through regular briefings and post show meetings. All employees are encouraged to give their suggestions and views on performance and strategy. The Society continues to follow a policy of recruitment and promotion on the basis of aptitude and ability without discrimination.

### PENSIONS

The Society operates a contributory defined contribution pension scheme in which all permanent employees are entitled to participate, together with a Workplace Pension for the appropriate employees.

### RELATED PARTY TRANSACTIONS

The related party transactions are included in note 16 to these financial statements.

### FUNDRAISING

The charity had no fundraising activities requiring disclosure under S162A of the Charities Act.

### DIRECTOR'S INDEMNITY INSURANCE

The Society has in place an annual Management Liability Insurance policy to indemnify directors or officers against any claim first made against them to a limit of £500,000 for any wrongful act covered by the policy in their capacity as a director, officer or employee of the charity.

The premium for the year was £1008 including tax (2019: £960).

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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### REFERENCE AND ADMINISTRATIVE INFORMATION:

#### PRINCIPAL ADDRESS AND REGISTERED OFFICE

The Showground  
Malvern  
Worcestershire  
WR13 6NW

#### SECRETARY

Ken Nottage

#### PRESIDENT

The Rt Rev Rachel Treweek, Bishop of Gloucester (until 30 November 2020)

#### VICE PRESIDENTS

Roger Head OBE DL (until 30 November 2020)  
John Harper  
Graham Watkins

#### CHIEF EXECUTIVE

Ken Nottage

#### MEMBERS OF THE BOARD OF TRUSTEES

Chris Bailey (Chairman until 20 August 2020)  
Patrick Downes (Chairman from 15 September 2020; County Director)  
Lindsey Craddock (County Director)  
Peter Dowle  
James Hawkins  
Roger Head OBE DL  
Adrian Hope (County Director)  
Cate Morris (until 27 December 2020)  
David Owens  
Prof. Joanna Price (from 15 May 2020 until 10 December 2020)  
Clive Roads  
David Smart  
Michael Warner (until 30 November 2020)

#### RISK AND AUDIT REVIEW COMMITTEE

Ruth Goodman  
Chris Lloyd  
Mark Tufnell (Chairman)  
Mary Wathen

#### MEMBERS OF COUNCIL

Penelope Bossom  
Philip Burford  
Penny Corbett  
Lindsey Craddock  
Clive Davies  
Peter Dowle  
Patrick Downes  
Ruth Goodman  
Robert Grinnall  
Laura Hamilton  
Francis Harcombe  
John Harper  
Maurice Hart  
James Hawkins  
Dene Hazelwood

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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### MEMBERS OF COUNCIL (Continued)

Roger Head OBE DL

Adrian Hope

Richard Lutwyche

Glyn Morgan MBE

Cate Morris

David Owens

Roger Phillips

Tania Phillips

Andrew Powers

Prof. Joanna Price

Bill Quan

Clive Roads

(Chairman)

Henry Robinson

Peter Rose

Helen Smalley

David Smart

Kate Speke-Adams

Mark Tufnell

Mary Wathen

Graham Watkins

Dermot Weaver

Michael Weaver

Paul Westaway

### KEY MANAGEMENT PERSONNEL

Paul Butler – Head of Ticketing and Business Systems

Chris Eldridge – Head of New Business Development (from 6 April 2020)

David Fenwick – Head of Finance

Suzy Hillier – Head of Commercial (until 6 March 2020)

Ken Nottage – Chief Executive

Stephen Rennie – Acting Chief Executive (from 6 January 2020 until 20 August 2020)

Di Walton – Head of Shows

John Wilesmith – Head of Operations

# THREE COUNTIES AGRICULTURAL SOCIETY

## ANNUAL REPORT OF THE TRUSTEES (CONTINUED)

FOR THE YEAR ENDED 30 NOVEMBER 2020

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### PRINCIPAL PROFESSIONAL ADVISERS

#### Independent Auditor

Crowe U.K. LLP  
Statutory Auditor  
4<sup>th</sup> Floor, St James House  
St James' Square  
Cheltenham  
GL50 3PR

#### Principal Bankers

National Westminster Bank plc  
1 The Cross  
Worcester  
WR1 3PR

#### Solicitors

Harrison Clark Rickerbys  
Ellenborough House  
Wellington Street  
Cheltenham  
Gloucestershire  
GL50 1YD

#### Investment Managers

Rathbone Investment Management Limited  
Port of Liverpool Building  
Pier Head  
Liverpool  
L3 1NW

The report of the trustees has been prepared in accordance with section 415A of the Companies Act 2006 relating to small companies.

This report was approved by the Board on 25<sup>th</sup> June 2021 and signed on their behalf.



**P S Downes**

**Chairman**

# THREE COUNTIES AGRICULTURAL SOCIETY

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES AGRICULTURAL SOCIETY FOR THE YEAR ENDED 30 NOVEMBER 2020

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### Independent Auditor's Report to the Members and Trustees of Three Counties Agricultural Society

#### Opinion

We have audited the financial statements of Three Counties Agricultural Society for the year ended 30 November 2020 which comprise the consolidated Statement of Financial Activities, the charity and consolidated Balance Sheets, the consolidated Cashflow Statement and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, 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 the charitable company's affairs as at 30 November 2020 and of the group's incoming resources and application of resources, including its income and expenditure for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006 and the Charities Act 2011.

#### 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 and charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the trustees' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's or the charitable company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

#### Other information

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

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2020**

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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 our audit

- the information given in the trustees' report, which includes the directors' report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report included within the trustees' report has been prepared in accordance with applicable legal requirements.

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

In light of the knowledge and understanding of the group and the charitable company and their environment obtained in the course of the audit, we have not identified material misstatements in the directors' report included within the trustees' 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:

- the parent company has not kept adequate accounting records; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Trustees Annual Report.

**Responsibilities of trustees**

As explained more fully in the trustees' responsibilities statement set out on page 2, the trustees (who are also the directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

**THREE COUNTIES AGRICULTURAL SOCIETY**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THREE COUNTIES**  
**AGRICULTURAL SOCIETY (CONTINUED)**  
**FOR THE YEAR ENDED 30 NOVEMBER 2020**

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**Auditor's responsibilities for the audit of the financial statements**

We have been appointed as auditor under section 151 of the Charities Act 2011 and under the Companies Act 2006 and report in accordance with the Acts and relevant regulations made or having effect thereunder.

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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our 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, and to the charitable company's trustees, as a body, in accordance with Part 4 of the Charities (Accounts and Reports) Regulations 2008. Our audit work has been undertaken so that we might state to the charitable company's members and trustees 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, the charitable company's members as a body and the charitable company's trustees as a body, for our audit work, for this report, or for the opinions we have formed.



Guy Biggin  
Senior Statutory Auditor  
For and on behalf of  
**Crowe U.K. LLP**

Statutory Auditor  
4<sup>th</sup> Floor, St James House  
St James' Square  
Cheltenham  
GL50 3PR

Date 7 July 2021

Crowe U.K. LLP is eligible for appointment as auditor of the charity by virtue of its eligibility for appointment as auditor of a company under section 1212 of the Companies Act 2006.

**THREE COUNTIES AGRICULTURAL SOCIETY  
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES  
(Incorporating an Income and Expenditure Account)  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

	Note	Unrestricted Funds £000	Restricted Funds £000	Total Funds 2020 £000	Total Funds 2019 £000
<b>INCOME FROM</b>					
<b>Donations and Legacies</b>	<b>3</b>	<b>2</b>	<b>318</b>	<b>320</b>	<b>830</b>
<b>Charitable activities</b>					
Agricultural and horticultural shows	4	293	-	293	4,290
<b>Other Income</b>	<b>5</b>	<b>457</b>	-	<b>457</b>	-
<b>Other trading activities</b>					
Fundraising events		76	-	76	299
Trading subsidiary income	6	353	-	353	1,373
Investments	7	24	-	24	32
<b>Total</b>		<b>1,205</b>	<b>318</b>	<b>1,523</b>	<b>6,824</b>
<b>EXPENDITURE ON</b>					
<b>Charitable activities</b>					
Agricultural and horticultural shows	9A	2,017	-	2,017	4,724
Educational Bursaries	9B	-	42	42	20
<b>Other</b>					
Fundraising events	9B	253	-	253	271
Trading subsidiary expenditure	9B	349	-	349	964
Investment management costs	9B	7	-	7	7
<b>Total</b>		<b>2,626</b>	<b>42</b>	<b>2,668</b>	<b>5,986</b>
Net gains / (losses) on investments		2	-	2	85
<b>Net income / (loss)</b>		<b>(1,419)</b>	<b>276</b>	<b>(1,143)</b>	<b>923</b>
<b>RECONCILIATION OF FUNDS</b>					
<i>Total funds brought forward at 1 December 2019</i>	19	5,180	826	6,006	5,083
<b>TOTAL FUNDS CARRIED FORWARD AT 30 NOVEMBER 2020</b>	<b>19</b>	<b>3,761</b>	<b>1,102</b>	<b>4,863</b>	<b>6,006</b>

All amounts relate to continuing operations. The notes on pages 19 to 35 form part of these financial statements.

**THREE COUNTIES AGRICULTURAL SOCIETY  
CHARITY AND CONSOLIDATED BALANCE SHEETS  
AS AT 30 NOVEMBER 2020  
COMPANY NUMBER: 01568571**

	Notes	GROUP		CHARITY	
		2020 £000	2019 £000	2020 £000	2019 £000
<b>FIXED ASSETS</b>					
Tangible assets	12	3,426	2,897	3,426	2,897
Intangible assets	13	8	19	8	19
Investments	14	1,242	1,226	1,242	1,226
		<u>4,676</u>	<u>4,142</u>	<u>4,676</u>	<u>4,142</u>
<b>CURRENT ASSETS</b>					
Debtors	15	380	1,255	366	1,238
Cash at bank and in hand		2,229	1,259	2,206	1,252
		<u>2,609</u>	<u>2,514</u>	<u>2,572</u>	<u>2,490</u>
<b>CREDITORS:</b> Amounts falling due within one year	16	(854)	(650)	(819)	(628)
<b>NET CURRENT ASSETS</b>		<u>1,755</u>	<u>1,864</u>	<u>1,753</u>	<u>1,862</u>
<b>LONG TERM LIABILITIES</b>					
Bank Loans	18	(1,568)	-	(1,568)	-
<b>NET ASSETS</b>		<u>4,863</u>	<u>6,006</u>	<u>4,861</u>	<u>6,004</u>
<b>FUNDS</b>					
Restricted funds	19	1,102	826	1,102	826
Unrestricted funds	19	3,761	5,180	3,759	5,178
<b>TOTAL FUNDS</b>		<u>4,863</u>	<u>6,006</u>	<u>4,861</u>	<u>6,004</u>

The Charity's net outgoing resources for the period were £1,143k (2019: Incoming resources of £923k).

The Financial Statements are prepared in accordance with the special provisions of part 15 of the Companies Act relating to small companies.

Approved and authorised for issue by the trustees on 25<sup>th</sup> June 2021 and signed on their behalf by



**P S Downes**  
Chairman

The notes on pages 19 to 34 form part of these financial statements.

**THREE COUNTIES AGRICULTURAL SOCIETY  
CONSOLIDATED CASH FLOW STATEMENT  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

	Note	2020 £000	2019 £000
<b>Net cash inflow from operations</b>			
Net cash provided by operating activities	i	190	159
<b>Cash flows from investing activities</b>			
Dividends and interest from investments		24	32
Purchase of property, plant and equipment		(881)	(443)
Purchase of intangible assets		-	(7)
Cash transferred from investment account		188	(198)
Proceeds from sale of investments		78	314
Purchase of investments		(280)	(136)
<b>Net cash (used in) investing activities</b>		<b>(871)</b>	<b>(438)</b>
<b>Cash flows from financing activities</b>			
Borrowing from bank		1662	-
Interest paid		(11)	-
<b>Net cash provided by financing activities</b>		<b>1651</b>	<b>-</b>
Change in cash and cash equivalents in the reporting period		970	(279)
Cash and cash equivalents at 1 December 2019		1,259	1,538
Cash and cash equivalents at 30 November 2020	ii	2,229	1,259
i) Reconciliation of net income to net cash flow from operating activities:			
		2020 £000	2019 £000
Net incoming resources		(1,143)	923
<b>Adjustments for:</b>			
Interest paid		11	-
Depreciation charge		347	339
Amortisation charge		11	11
(Gains) / losses on investments		(2)	(85)
Disposal of fixed assets		5	8
Dividends and interest from investments		(24)	(32)
(Increase) / decrease in debtors		875	(814)
(Decrease) / increase in creditors		110	(191)
		<b>190</b>	<b>159</b>
ii) Analysis of cash and cash equivalents:			
		2020 £000	2019 £000
Cash at bank		2,229	1,259
Deposits		-	-
		<b>2,229</b>	<b>1,259</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

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**1. CHARITY INFORMATION**

Three Counties Agricultural Society ('the Society') is a registered charity with the Charities Commission England and Wales (charity number: 511868) and is incorporated as a company limited by guarantee (company number: 01568571, England and Wales). The address of its principal and registered office is The Showground, Malvern, Worcestershire, WR13 6NW.

**2. STATEMENT OF ACCOUNTING POLICIES**

**a. Basis of preparation**

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) (effective 1 January 2015) - (Charities SORP 2015 (FRS 102)) and the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

The financial statements have been prepared under the historical cost convention.

Three Counties Agricultural Society meets the definition of a public benefit entity under FRS 102.

The functional currency of the Society is considered to be GBP because that is the currency of the primary economic environment in which the Charity operates.

**b. Consolidated Financial Statements**

These financial statements consolidate the Society and its subsidiary undertaking, T.C.A. Trading Limited. No separate SOFA has been presented for the Society alone, as permitted by Section 408 of the Companies Act 2006. Net income attributable to the Charity totalled £353k for the year (2019: £923k). The Society has also taken advantage of the exemption available to a qualifying entity in FRS 102 from the requirement to present a charity only Cash Flow Statement with the consolidated financial statements.

**c. Going Concern**

The trustees have undertaken detailed planning and forecasting and continue to closely monitor the developing situation with regards to Covid-19. Please refer to page eight of our Trustees Report where we have reflected on the current situation and have outlined the impact for the Charity. Despite the current circumstances the trustees believe that the Charity's financial resources and contingency planning is sufficient to ensure the ability of the Charity to continue as a going concern for the foreseeable future, being at least twelve months from the date of approval of these financial statements and therefore have prepared the financial statements on a going concern basis.

**d. Funds Structure**

Unrestricted funds are those funds available for use by the Society for any charitable purpose at the discretion of the trustees.

Restricted funds are subject to specific conditions by donors as to how they may be used. The purposes and uses of the restricted funds are set out in the notes to the financial statements.

**e. Incoming Resources**

All incoming resources are included in the Statement of Financial Activities ("SOFA") as and when entitlement arises, the amount can be reliably quantified and the economic benefit to the Society is considered probable.

Incoming resources from charitable activities comprises income from shows staged in accordance with the Society's charitable activities.

Income from fundraising events represents entry fees and services provided and sponsorships which relate to the current financial year.

Income from donations are recognised on receipt.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

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Income from legacies are recognised once the Society has entitlement, the amount is measurable, and the gift is probable.

Government grants are credited to the consolidated statement of financial activities as the related expenditure is incurred.

**f. Resources Expended**

Costs of raising funds include direct and indirect costs attributed to fundraising activities for the Society. These include shows and other fundraising events.

Costs of charitable activities include direct and support costs attributed to activities in furtherance of the Society's educational activities. These comprise of agricultural and horticultural shows and educational bursary awards.

Governance costs are included within support costs and comprise direct and indirect expenditure involved in ensuring that the Society complies with its charitable and statutory obligations.

The allocation and apportionment of costs to T.C.A. Trading Limited is based on management's estimate of attributable costs incurred. The apportionment of costs for all shows and fundraising is based on the turnover for each show.

**g. Grants payable**

Grant payments are recognised once there is an obligation to make a payment, the payment is probable, and the payment can be measured reliably. Grant commitments are communicated to the recipient in the period the award is payable and are subject to performance-related conditions being met.

**h. Pension**

The Society operates two defined contribution schemes. Contributions are charged to the Statement of Financial Activities as they become due.

**i. Taxation**

As a registered charity, Three Counties Agricultural Society is entitled to tax exemptions on all its income and gains, properly applied for its charitable purposes.

**j. Tangible Fixed Assets and Depreciation**

Fixed assets costing less than £500 are written off to the SOFA.

Tangible fixed assets are stated at cost less depreciation and impairment. Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life:

Permanent buildings	4% on cost
Property improvements	10% to 25% on cost
New wooden buildings	10% to 25% on cost
Plant and machinery	10% to 25% on cost
Motor vehicles	33% on cost
Office and show equipment	25% to 33% on cost

Assets in the course of construction are included at cost and are not depreciated until they are brought into use. Land is not depreciated.

**k. Intangible Fixed Assets and Amortisation**

Intangible fixed assets are stated at cost less amortisation. Amortisation is provided at the following annual rate in order to write off each asset over its estimated useful life and charged to the SOFA:

Company Website	25% on cost
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**l. Investments**

Fixed asset investments are stated at market value at the balance sheet date. Changes in the valuation of investments during the year are shown as gains or losses in the SOFA.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

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**m. Creditors**

Creditors are recognised on an accruals basis once there is a legal or constructive obligation that commits the Society to the obligation.

**n. Debtors**

Short term debtors are initially measured at transaction price, less any impairment. Prepayments are measured at the amount prepaid.

**o. Financial Instruments**

Three Counties Agricultural Society only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Investments are held at fair value.

**p. Termination payments**

Termination payments are accounted for as soon as the charitable company is aware of the obligation to make the payment.

**q. Operating leases**

Rentals payable under operating leases are charged to the SOFA as incurred over the term of the lease.

**r. Judgements in applying accounting policies and key sources of estimation of uncertainty**

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.

The items in the financial statements where these estimates and judgements have been made include the following:

**i) Useful economic lives of tangible and intangible assets**

The annual depreciation charges for the tangible assets and amortisation charges of intangible assets are sensitive to changes in the estimate useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on economic utilisation and the physical condition of the assets. See notes 9 and 10 for the carrying amount of the tangible and intangible assets and notes 2i and 2j for the useful lives for each class of asset.

**ii) Impairment**

Debtors – the Group makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 12 for the net carrying amount of the debtors.

Fixed assets – property, plant and equipment are stated at historical cost less accumulated depreciation and any recognised impairment losses. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's value is impaired when the asset's carrying amount is greater than its estimated recoverable amount.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

**3. INCOME FROM DONATIONS & LEGACIES**

	<b>Unrestricted £000</b>	<b>Restricted £000</b>	<b>2020 £000</b>	<b>2019 £000</b>
Donated Farm	-	<b>308</b>	<b>308</b>	820
Educational Bursaries	-	<b>10</b>	<b>10</b>	10
Other Donations	<b>2</b>	-	<b>2</b>	-
	<b>2</b>	<b>318</b>	<b>320</b>	<b>830</b>

During the year the Society sold its land and farm buildings at New House Farm with the profit added to restricted funds to be used to provide funding for bursaries for farming students to go to agricultural college.

During the year the Society received a donation of £10,000 (2019: £10,000) from an anonymous donor towards an educational bursary.

**4. INCOME FROM CHARITABLE ACTIVITIES**

	<b>2020 £000</b>	<b>2019 £000</b>
Show income	<b>222</b>	4,118
Membership income	-	82
Other income	<b>71</b>	90
	<b>293</b>	<b>4,290</b>

**5. OTHER INCOME**

	<b>2020 £000</b>	<b>2019 £000</b>
Government Grant funding	<b>457</b>	-
	<b>457</b>	-

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

**6. SUBSIDIARY RESULTS**

Three Counties Agricultural Society owns 100% of the share capital of T.C.A. Trading Limited (registered company no: 01638353), which was set up to carry out the trading activities of the group. The entity exists to undertake any non-primary purpose trading activity with any profits being donated back to the Charity under Gift Aid rules. These activities include income and expenditure relating to commercial sponsorship agreements and the renting out available showground space and facilities to third parties when these are not being used by the Charity's primary activities. Its registered address is The Showground, Malvern, Worcestershire, WR13 6NW.

Its trading results, as extracted from the audited accounts, are summarised below:

**PROFIT AND LOSS ACCOUNT AND BALANCE SHEET FOR THE YEAR ENDED 30 NOVEMBER 2020**

	2020	2019
	£	£
<b>Turnover</b>	<b>353,435</b>	1,372,999
Cost of sales	<b>(54,817)</b>	(232,485)
<b>Gross profit</b>	<b>298,618</b>	1,140,514
Administrative expenses	<b>(293,758)</b>	(731,541)
<b>Operating profit</b>	<b>4,860</b>	408,973
Gift aid payable to Three Counties Agricultural Society	<b>(4,860)</b>	(408,973)
<b>Retained (loss) for the year</b>	<b>-</b>	-
<hr/>		
<b>Total assets</b>	<b>£</b>	<b>£</b>
Debtors: amounts falling due within one year	<b>29,596</b>	36,838
Cash at bank and in hand	<b>22,900</b>	7,242
	<b>52,496</b>	44,080
<b>Total liabilities</b>		
Creditors: amounts falling due within one year	<b>(50,809)</b>	(42,393)
<b>Total assets less total liabilities</b>	<b>1,687</b>	1,687
<hr/>		
<b>Reserves</b>	<b>£</b>	<b>£</b>
Profit and loss reserves	<b>1,682</b>	1,682
Share capital	<b>5</b>	5
<b>Shareholders' Funds</b>	<b>1,687</b>	1,687

Administration expenses include £283,789 (2019: £711,056) for services supplied by the Charity which are recharged to the subsidiary.

The trading company made a gift aid donation of £4,860 (2019: £408,973) to the Charity, with the result that it has a £nil annual corporation tax liability. At the year-end £15,506 was due from Three Counties Agricultural Society to T.C.A. Trading Limited (2019: £20,040 due from T.C.A. Trading Ltd to the Three Counties Agricultural Society).

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

**7. INVESTMENT INCOME**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Bank interest receivable	1	4
Dividends	23	28
	<b>24</b>	<b>32</b>

**8. NET INCOMING RESOURCES**

This is stated after charging the following:

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Auditor's remuneration:		
For audit services	15	15
For other services	4	9
Assets owned by the Group:		
Depreciation	347	339
Amortisation	12	11
Operating Lease Costs	6	6

**9. A) AGRICULTURAL AND HORTICULTURAL ACTIVITIES – Resources Expended**

<b>Activity</b>	<b>Activities Undertaken Directly £000</b>	<b>Support Costs £000</b>	<b>2020 Total Costs £000</b>	<b>2019 Total Costs £000</b>
Agricultural and Horticultural shows	1,721	296	2,017	4,724

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

**9. B) ANALYSIS OF TOTAL RESOURCES EXPENDED AND SUPPORT COSTS BREAKDOWN BY ACTIVITY**

**ANALYSIS OF TOTAL RESOURCES EXPENDED**

	<b>Staff costs</b>	<b>Other costs</b>	<b>Depreciation and Amortisation</b>	<b>2020 Total</b>	<b>2019 Total</b>
	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>
Agricultural and Horticultural shows	1,180	503	334	2,017	4,724
Educational bursaries	-	42	-	42	20
Costs of raising funds	117	111	25	253	271
Finance costs	-	7	-	7	7
<b>Total for Charity</b>	<b>1,297</b>	<b>663</b>	<b>359</b>	<b>2,319</b>	<b>5,022</b>
Trading costs of the Subsidiary	133	216	-	349	964
<b>Total for Group</b>	<b>1,430</b>	<b>879</b>	<b>359</b>	<b>2,668</b>	<b>5,986</b>

<b>SUPPORT COSTS BREAKDOWN BY ACTIVITY</b>	<b>Raising Funds</b>	<b>Charitable Activities</b>	<b>2020 Total Group</b>	<b>2019 Total Group</b>
	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>
Management	8	74	82	54
Finance	9	89	98	79
Information technology	9	93	102	99
Human resources	4	40	44	28
<b>Total</b>	<b>30</b>	<b>296</b>	<b>326</b>	<b>260</b>

**Basis of allocation**

Support costs are allocated between Agricultural and Horticultural shows and Fundraising events on the basis of their respective income.

**GOVERNANCE COSTS**

	<b>2020</b>	<b>2019</b>
	<b>£000</b>	<b>£000</b>
Auditors' remuneration:		
For audit services	15	15
Legal and professional fees	26	25
Staff costs	32	27
Other	7	20
	<b>80</b>	<b>87</b>

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

**10. STAFF COSTS**

**a. Staff costs**

	<b>2020</b>	<i>2019</i>
	<b>£000</b>	<i>£000</i>
Wages and salaries	<b>1,268</b>	<i>1,259</i>
Social security costs	<b>95</b>	<i>97</i>
Pension contributions	<b>67</b>	<i>60</i>
	<b>1,430</b>	<i>1,416</i>

**b. Staff numbers**

The average number of full-time equivalent employees during the year was:

	<b>2020</b>	<i>2019</i>
	<b>No.</b>	<i>No.</i>
Office management	<b>21</b>	<i>22</i>
Permanent showground	<b>9</b>	<i>9</i>
Temporary office	<b>0</b>	<i>1</i>
Temporary showground	<b>0</b>	<i>1</i>
	<b>30</b>	<i>33</i>

The average headcount of employees during the year was:

	<b>42</b>	<i>99</i>
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**c. Higher paid staff**

One employee of the charity earned between £100,000 and £110,000 during the year (*2019: one employee earned between £130,000 and £140,000 during the year*). Pension contributions in respect of this employee were £39,000 (*2019: £31,346*).

**d. Remuneration of Key Management Personnel**

Aggregate employee benefits of key management personnel (including employer NIC and pension costs) totalled £428,041 (*2019: £451,185*).

**e. Termination payments**

During the year termination payments of £38,505 were made (*2019: one payment of £2,500*).

**11. TRUSTEES REMUNERATION AND EXPENSES**

Neither the trustees nor persons connected with them received any remuneration or other benefits from the Society or any connected organisation.

No trustee expenses were reimbursed in 2020 (*2019: £177 trustee expenses were reimbursed in year*). No trustees waived any expenses in 2020 or 2019.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

**12. TANGIBLE FIXED ASSETS OF THE GROUP AND THE CHARITY**

	Freehold Land	Assets Under Construction	Buildings	Plant and Machinery	Motor Vehicles	Office/ Show Equipment	Total
	£000	£000	£000	£000	£000	£000	£000
<b>Cost</b>							
<i>At 1 December 2019</i>	270	406	6,060	909	45	271	7,961
Additions	685	26	103	52	-	15	881
Disposals	-	-	(347)	(8)	-	-	(355)
Transfers	-	-	-	-	-	-	-
	<b>955</b>	<b>432</b>	<b>5,816</b>	<b>953</b>	<b>45</b>	<b>286</b>	<b>8,487</b>
<b>Depreciation</b>							
<i>At 1 December 2019</i>	-	-	4,088	732	43	201	5,064
Disposals	-	-	(344)	(6)	-	-	(350)
Charge for the year	-	-	246	69	2	30	347
	-	-	<b>3,990</b>	<b>795</b>	<b>45</b>	<b>231</b>	<b>5,061</b>
<b>Net Book Value</b>							
<b>At 30 November 2020</b>	<b>955</b>	<b>432</b>	<b>1,826</b>	<b>158</b>	<b>-</b>	<b>55</b>	<b>3,426</b>
<i>At 30 November 2019</i>	270	406	1,972	177	2	70	2,897

Included within tangible fixed assets above are perpetual cups and trophies with a cost of £53k. These have been held for a number of years and are fully written down at the Balance Sheet date.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

**13. INTANGIBLE FIXED ASSETS OF THE GROUP AND THE CHARITY**

	<b>Website £000</b>	<b>Total £000</b>
<b>Cost</b>		
<i>As at 1st December 2019</i>	47	47
Additions in year	-	-
	<b>47</b>	<b>47</b>
<b>Amortisation</b>		
<i>As at 1st December 2019</i>	28	28
Charge for year	11	11
	<b>39</b>	<b>39</b>
<b>Net book value</b>		
<b>At 30th November 2020</b>	<b>8</b>	<b>8</b>
<i>At 30th November 2019</i>	19	19

**14. INVESTMENTS**

	<b>Charity Listed Investments</b>	
	<b>2020 £000</b>	<b>2019 £000</b>
<i>At 1 December 2019</i>	978	1,071
Additions	280	136
Disposals	(78)	(314)
Net gains / (losses)	2	85
<b>At 30 November 2020</b>	<b>1,182</b>	978
Cash balances awaiting reinvestment	60	248
<b>At 30 November 2020</b>	<b>1,242</b>	<b>1,226</b>
Historical cost	988	981

The Society owns 100% of the five £1 ordinary share capital of T.C.A. Trading Limited, which carries out the letting of facilities and associated activities.

The largest listed investment held represents 9.06% of the total portfolio however this investment is placed with a tracker on the US Market rather than with a single company and so does not represent a stock specific risk.

The market value of investments held outside of the UK was £423,303 (2019: £315,105).

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

15. DEBTORS	Group		Charity	
	2020	2019	2020	2019
	£000	£000	£000	£000
Trade debtors	46	208	34	173
Amounts due from subsidiary company	-	-	-	20
Prepayments and accrued income	274	1,044	272	1,042
Other debtors	<u>60</u>	<u>3</u>	<u>60</u>	<u>3</u>
	<u><b>380</b></u>	<u><b>1,255</b></u>	<u><b>366</b></u>	<u><b>1,238</b></u>

16. CREDITORS	Group		Charity	
	2020	2019	2020	2019
	£000	£000	£000	£000
Trade creditors	91	92	91	90
Amounts due to subsidiary company	-	-	16	-
Taxation and social security	26	70	26	70
Accruals	80	143	80	143
Pension costs	5	5	5	5
Deferred income (see note 17)	466	330	420	315
Bank loans due within one year	94	-	94	-
Bank credit cards	2	5	2	5
Other creditors	<u>90</u>	<u>5</u>	<u>85</u>	<u>-</u>
	<u><b>854</b></u>	<u><b>650</b></u>	<u><b>819</b></u>	<u><b>628</b></u>

17. DEFERRED INCOME	Group		Charity	
	2020	2019	2020	2019
	£000	£000	£000	£000
<i>Balance at 1 December 2019</i>	330	407	315	379
Released during the year	<b>(330)</b>	<b>(407)</b>	<b>(315)</b>	<b>(379)</b>
Income received in the year	<u><b>466</b></u>	<u><b>330</b></u>	<u><b>420</b></u>	<u><b>315</b></u>
<b>Deferred income at 30 November 2020</b>	<u><b>466</b></u>	<u><b>330</b></u>	<u><b>420</b></u>	<u><b>315</b></u>

Deferred income at 30 November 2020 represents income invoiced in respect of the shows to be held in 2021.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

**18. BANK LOANS**

	Group		Charity	
	2020 £000	2019 £000	2020 £000	2019 £000
Due within one year	94	-	94	-
Due between one and two years	242	-	242	-
Due between two and five years	1,193	-	1,193	-
Due in more than five years	<u>133</u>	=	<u>133</u>	=
<b>Total secured loans</b>	<b>1,662</b>	-	<b>1,662</b>	-
Less due within one year (see note 16)	<u>(94)</u>	=	<u>(94)</u>	=
<b>Total loans due in more than one year</b>	<b><u>1,568</u></b>	=	<b><u>1,568</u></b>	=

The Society entered into a loan agreement with NatWest Bank during the year to purchase agricultural land adjacent to the showground. At the balance sheet date £661,955 remains outstanding, repayable over 5 years at the bank's variable rate.

The Society also entered into a low interest CBILS loan agreement with NatWest Bank during the year to borrow funds during the Coronavirus Covid-19 Pandemic. At the balance sheet date £1,000,000 remains outstanding, repayable over 6 years at the bank's variable rate.

The two loans are secured over certain of the Society's assets.

**THREE COUNTIES AGRICULTURAL SOCIETY  
NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 NOVEMBER 2020**

**19. STATEMENT OF FUNDS AND COMPARATIVE STATEMENT OF FUNDS**

	<i>Balance at 1 December 2019 £000</i>	<b>Income £000</b>	<b>Expenditure £000</b>	<b>Transfers £000</b>	<b>Gains / (losses) £000</b>	<b>Balance at 30 November 2020 £000</b>
<b>Restricted funds</b>						
Donated farm	820	308	(35)	(1093)	-	-
Educational bursaries	6	10	(7)	1093	-	1,102
<b>Total restricted funds</b>	<b>826</b>	<b>318</b>	<b>(42)</b>	<b>-</b>	<b>-</b>	<b>1,102</b>
<b>Unrestricted funds</b>						
Charity	5,178	857	(2,278)	-	2	3,759
Trading subsidiary	2	353	(353)	-	-	2
Eliminated on consolidation	-	(5)	5	-	-	-
<b>Total unrestricted funds</b>	<b>5,180</b>	<b>1,205</b>	<b>(2,626)</b>	<b>-</b>	<b>2</b>	<b>3,761</b>
<b>TOTAL FUNDS</b>	<b>6,006</b>	<b>1,523</b>	<b>(2,668)</b>	<b>-</b>	<b>2</b>	<b>4,863</b>

During the year the Society received a legacy of land and property at New House Farm, Kingsland, Herefordshire incorporating approximately 52 acres of land and farm buildings. The land and farm buildings were subsequently sold during the year with the proceeds added to restricted funds to be used to provide funding for bursaries for farming students to go to agricultural college.

During the year a donation of £10,000 (2019: £10,000) was made from an anonymous donor towards an educational bursary. A total of £7,000 (2019: £8,000) was expended during the year on the bursary and £9,000 (2019: £6,000) has been carried forward at the year end.

The restricted funds of £1,102k (2019: £826k) are held within net current assets at the year end.

**THREE COUNTIES AGRICULTURAL SOCIETY  
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	<i>Balance at 1 December 2018</i>	<b>Income</b>	<b>Expenditure</b>	<b>Gains / (losses)</b>	<b>Balance at 30 November 2019</b>
	<i>£000</i>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>
<b>Restricted funds</b>					
Donated farm	-	<b>820</b>	-	-	<b>820</b>
Educational bursaries	4	<b>10</b>	<b>(8)</b>	-	<b>6</b>
<b>Total restricted funds</b>	<b>4</b>	<b>830</b>	<b>(8)</b>	-	<b>826</b>
<b>Unrestricted funds</b>					
Charity	5,077	<b>5,030</b>	<b>(5,014)</b>	<b>85</b>	<b>5,178</b>
Trading subsidiary	2	<b>1,373</b>	<b>(1,373)</b>	-	<b>2</b>
Eliminated on consolidation	-	<b>(409)</b>	<b>409</b>	-	-
<b>Total unrestricted funds</b>	<b>5,079</b>	<b>1,205</b>	<b>(5,978)</b>	<b>85</b>	<b>5,180</b>
<b>TOTAL FUNDS</b>	<b>5,083</b>	<b>1,523</b>	<b>(5,986)</b>	<b>85</b>	<b>6,006</b>

**20. NET ASSETS BY FUND**

	<b>2020</b>			<b>2019</b>		
	<b>Restricted funds</b>	<b>Unrestricted funds</b>	<b>Total</b>	<i>Restricted funds</i>	<i>Unrestricted funds</i>	<i>Total</i>
	<b>£000</b>	<b>£000</b>	<b>£000</b>	<i>£000</i>	<i>£000</i>	<i>£000</i>
Fixed assets	-	<b>4,676</b>	<b>4,676</b>	-	4,142	4,142
Current assets	<b>1,102</b>	<b>1,507</b>	<b>2,609</b>	826	1,688	2,514
Current liabilities	-	<b>(760)</b>	<b>(760)</b>	-	(650)	(650)
Long term liabilities	-	<b>(1,662)</b>	<b>(1,662)</b>	-	-	-
<b>Net assets</b>	<b>1,102</b>	<b>3,761</b>	<b>4,863</b>	826	5,186	6,006

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**21. RELATED PARTY TRANSACTIONS**

During the current year forestry services to the value of £1,245 (2019: £3,680) were provided by Adrian Hope Tree Services, a business jointly owned by Adrian Hope who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2019: £Nil).

During the current year professional fees to the value of £22,937 (2019: £1,451) were provided by McCartneys LLP, a business of which Clive Roads is a Partner and Chairman who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2019: £Nil).

During the current year telecommunication services to the value of £767 (2019: £3,409) were provided by RHM Telecommunications Ltd, a business of which Roger Head is a director and also a trustee of Three Counties Agricultural Society. As at the year-end £64 was outstanding (2019: £64).

During the current year a show garden grant payment to the value of £10,000 (2019: £20,000) was provided to Howle Hill Nursery Ltd, a business of which Peter Dowle is a director who is also a trustee of Three Counties Agricultural Society. As at the year-end £Nil was outstanding (2019: £Nil).

All payments shown are net of V.A.T.

There are no further related party transactions requiring disclosure.

**22. CAPITAL COMMITMENTS**

At the year-end there were no capital commitments (2019: £Nil).

**23. PENSION COMMITMENTS**

The Society operates two defined contribution schemes. Contributions are charged to the Statement of Financial Activities as they become due. The assets are held separately from those of the charity in independently administered funds. The amount charged to the SOFA for the year was £67,017 (2019: £59,789). At the year-end £5,084 (2019: £5,396) remained outstanding.

**24. GROUP FINANCIAL INSTRUMENTS**

	<b>2020</b>	2019
	<b>£000</b>	£000
Financial assets measured at fair value	<b>1,242</b>	1,226
Financial assets measured at amortised cost	<b>2,333</b>	2,290
Financial liabilities measured at amortised cost	<b>(263)</b>	(244)

Financial assets measured at fair value comprise of investments.

Financial assets measured at amortised cost comprise of cash, trade debtors, accrued income and other debtors.

Financial liabilities measured at amortised cost comprise of trade creditors, accruals, bank credit cards and other creditors.

Impairment losses charged to non-financial assets measured at settlement value in the year amounted to £Nil (2019: £Nil).

**THREE COUNTIES AGRICULTURAL SOCIETY  
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**25. ANALYSIS OF CHANGES IN NET DEBT**

	<i>Balance at 1 December 2019 £000</i>	<b>Cash- flows £000</b>	<b>New finance leases £000</b>	<b>Fair value movements £000</b>	<b>Other non-cash changes £000</b>	<b>Balance at 30 November 2020 £000</b>
Cash	1,259	970	-	-	-	2,229
Cash equivalents	248	(188)	-	-	-	60
	<b>1,507</b>	<b>782</b>	-	-	-	<b>2289</b>
Loans falling due within one year	-	(94)	-	-	-	(94)
Loans falling due after more than one year	-	(1,568)	-	-	-	(1,568)
Finance lease obligations	(12)	6	-	-	-	(6)
<b>Total</b>	<b>1,495</b>	<b>(874)</b>	-	-	-	<b>621</b>

**26. GRANTS PAYABLE**

During the current year the Society made grant awards totalling £34k (2019: £121k) towards show gardens for the RHS Malvern Spring Festival.

Of these: £13k was paid out to 2 small businesses (2019: £69k, 7 businesses);  
£19k was paid out to 6 individuals (2019: £46k, 10 individuals);  
£2k was paid out to 10 schools (2019: £3k, 12 schools); and  
Nothing was paid out to any flower societies (2019: £3k, 5 societies)

The Society also paid out educational bursary awards in the year totalling £7k (2019: £20k).

There were no grants committed to but outstanding for payment at the yearend (2019: £52k).

**27. OPERATING LEASES**

As at 30 November 2020 the group had future minimum lease payments under non-cancellable operating leases as follows:

	<b>2020 £000</b>	<b>2019 £000</b>
Expiry Date:		
Less than 1 year	6	6
Within 1 - 5 years	-	6
	<b>6</b>	<b>12</b>

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**28. COMPARATIVE STATEMENT OF FINANCIAL ACTIVITIES**

	Note	Unrestricted Funds 2019 £000	Restricted Funds 2019 £000	Total Funds 2019 £000
<b>INCOME FROM</b>				
<b>Donations and Legacies</b>	3	10	830	840
<b>Charitable activities</b>				
Agricultural and horticultural shows	4	4,280	-	4,280
<b>Other Income</b>	5	-	-	-
<b>Other trading activities</b>				
Fundraising events		299	-	299
Trading subsidiary income	6	1,373	-	1,373
Investments	7	32	-	32
<b>Total</b>		<u>5,994</u>	<u>830</u>	<u>6,824</u>
<b>EXPENDITURE ON</b>				
<b>Charitable activities</b>				
Agricultural and horticultural shows	9A	4,724	-	4,724
Educational Bursaries	9B	12	8	20
<b>Other</b>				
Fundraising events	9B	271	-	271
Trading subsidiary expenditure	9B	964	-	964
Investment management costs	9B	7	-	7
<b>Total</b>		<u>5,978</u>	<u>8</u>	<u>5,986</u>
Net gains / (losses) on investments		85	-	85
<b>Net income</b>		<u>101</u>	<u>822</u>	<u>923</u>
<b>RECONCILIATION OF FUNDS</b>				
<i>Total funds brought forward at 1 December 2018</i>		5,079	4	5,083
<b>TOTAL FUNDS CARRIED FORWARD AT 30 NOVEMBER 2019</b>	19	<u>5,180</u>	<u>826</u>	<u>6,006</u>

