

**QACE – Entity for the Quality
Assessment and Certification of
Organisations recognised by
the European Union CIC**

**Annual Report and Financial
Statements**

31 December 2023

Company Limited by Guarantee
Registration Number
07455733 (England and Wales)

Legal and administrative information

Directors	P. Hinchliffe N. Mikelis (Resigned 31 December 2023) A. Mahapatra N. B. L. Mortensen L. Lange (Appointed 1 Jan. 2023, resigned 15 Nov. 2023)
Company Secretary	N. Mikelis
Registered office	3 Shortlands London W6 8DA
Registered number	07455733 (England and Wales)
Auditor	Mercer & Hole LLP 21 Lombard Street London EC3V 9AH
Solicitors	Farrer and Co LLP 66 Lincoln's Inn Fields London WC2A 3LH
Bankers	Unity Trust Bank 4 Brindley Place Birmingham B1 2JB

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The directors present their report with the financial statements of the company for the year ended 31 December 2023. The comparative information is in respect of the year to 31 December 2022.

Principal activity

QACE exercises its mandate under the EU Regulation 391/2009 Art. 11 by conducting observations and assessments of the audits and certification carried out by independent Accredited Certification Bodies (ACBs) contracted by the Recognised Organisations (ROs) to the extent that it will verify and assess that the requirements of ISO 9001 and of the internationally recognised quality standards for Ros are fulfilled, as set out in the QACE Procedures*. The results of the observations and assessments are reported to interested parties according to the EU Regulation.

Review of business

QACE is in its thirteenth full year of operation. The budget was advised and accepted at the Annual General Meeting in December 2022.

2023 events:

QACE held four Board meetings in 2023 one EGM and an AGM.

One of the Directors, Mr. Lars Lange, who was elected for a first term of three years in December 2022, resigned from the Board effective 15th November 2023. At the AGM held on the 6th December 2023, the Members decided to reduce the number of Directors on the Board of QACE to three. Consequently, the resolution to re-elect Dr. Nikos Mikelis, on completion of his second term as Director at the end of 2023 was not approved. Thus, the number of Directors on QACE's Board is reduced to three, effective 1st January 2024.

In 2023, QACE's work plan included 72 assessments of its 11 Member ROs and 5 assessments of non-Member Türk Loydu (TL), a classification society headquartered in Istanbul, Turkey. TL was a new applicant for the QACE Certificate of compliance, as a part of their EU Recognition application program. The EU Regulation (EC) No. 391/2009 Article 11.2 requires the assessment and certification of organisations requesting recognition. Turk Loydu completed satisfactorily all the audits and assessments required towards initial certification followed by a satisfactory verification of the implementation of the approved corrective actions and was issued a Certification of Compliance (CoC) valid from 1st April 2023 for a period of 3 years, subject to complying with the requirements for the maintenance of the CoC, to QACE's satisfaction. However, TL will remain a non-Member of QACE until it is recognised by the European Union as an EU RO.

Directors' report Year ended 31 December 2023

Two Annual Assessors' Meeting were held on-line in 2023. The Assessment Plan for 2023 was finalised at the January meeting and approved by the Board of Directors in February, while the identified training of the assessors on cyber security was completed at the August meeting. At the end of 2023, QACE had eight assessors contracted to carry out assessments. At the end of the year, one additional assessor with significant experience in statutory matters and RO affairs, was contracted. With the aforesaid change, the assessor strength has grown to nine, distributed in America, Asia, Australia, and Europe.

In 2023 the certification body which audits and certifies QACE's quality management system to ISO 9001 standard had to be changed. The previous certification body, DAS Certification, lost their UKAS accreditation in February 2023 and in line with the transition agreement with UKAS, the certification was successfully migrated to Centre for Assessment, another UKAS accredited certification body based in the United Kingdom. The renewal audit for the re-issue of ISO 9001:2015 certificate to QACE was completed and no findings were recorded.

Plans for the future

QACE's Members had proposed to the Board that QACE should consider working together with IQARB (International Quality Assessment Review Body), which is not an incorporated entity, with a view to eventually merge into a single organisation with a single Secretariat. Consequently, in 2022 a small working group was established to pave the way to the merger. QACE was represented in the working group by the Chairman, the President, and the Company Secretary. However, following much work, the Members announced at the AGM that, in line with Article 12 of QACE's Articles of Association, they would take upon themselves the complete responsibility of this merger, keeping the QACE Board of Directors informed of developments. Nevertheless, the inclusion of IQARB's budget within the QACE Budget continued throughout 2023 and will continue in 2024. The Members expect that the merger process will be completed in 2024.

Directors

The following directors served throughout the year and up to the date of signature of the financial statements

Director	
P. Hinchliffe	
N. Mikelis	Resigned 31 December 2023
A. Mahapatra	
N. B. L. Mortensen	
L. Lange	Appointed 1 January 2023, resigned 15 November 2023

* QACE Procedures are documents decided by the Board of QACE specifying requirements to, or ways to carry out an activity or a process (e.g. the audit process).

Members

The following organisations were members of QACE throughout the period:

American Bureau of Shipping (USA)
Bureau Veritas SA (France)
China Classification Society (China)
Croatian Register of Shipping (Croatia)
DNV GL AS (Norway)
Indian Register of Shipping (India)
Korean Register of Shipping (Republic of Korea)
Lloyd's Register (UK)
Nippon Kaiji Kyokai (Japan)
Polski Rejestr Statkow SA (Poland)
Rina Services SPA (Italy)

The liability of each member in respect of the undertaking to contribute to the assets of the company is limited to an amount not exceeding £1.

Auditor

Mercer & Hole LLP will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Statement of directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and of the surplus or deficit of the company for that period. In preparing these financial statements, the directors are required to:

- ◆ select suitable accounting policies and then apply them consistently;
- ◆ make judgements and estimates that are reasonable and prudent;
- ◆ state whether applicable United Kingdom 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 company will continue in business.

Directors' report Year ended 31 December 2023

The directors are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

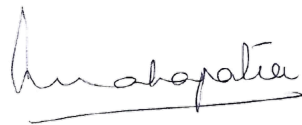
Each of the directors confirms that:

- ◆ so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- ◆ the director has taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s 418 of the Companies Act 2006.

In preparing the above report, the directors have taken advantage of special exemptions applicable to small companies provided by Part 15 of the Companies Act 2006.

Signed on behalf of the board of directors:

A handwritten signature in black ink, appearing to read 'Ashok Mahapatra', with a horizontal line underneath it.

Ashok Mahapatra, Director

Approved by the board on 02/05/2024

Independent auditor's report to the members of QACE – Entity for the Quality Assessment and Certification of Organisations recognised by the European Union CIC

Opinion

We have audited the financial statements of QACE – Entity for the Quality Assessment and Certification of Organisations recognised by the European Union CIC (the 'company') for the year ended 31 December 2023 which comprise the Income and Expenditure Account, the Balance Sheet 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 FRS 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 company's affairs as at 31 December 2023 and of its deficit 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 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 directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

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

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

Independent auditor's report Year ended 31 December 2023

Other information

The directors 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.

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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors 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 Directors' Report and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

Explanation as to what extent the audit was considered capable of detecting irregularities, included fraud

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to breaches in Health & Safety, General Data Protection Regulations and EU Regulation 391/2009 Art 11, and we considered the extent to which non-compliance may have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006.

We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements and the financial report (including the risk of override of controls), and determined that the principle risks were related to posting inappropriate entries including journals to overstate revenue or understate expenditure, and management bias in accounting estimates.

Audit procedures performed by the engagement team included:

- discussions with management, including considerations of known or suspected instances of non-compliance with laws and regulations and fraud;
- evaluation of the operating effectiveness of management's controls designed to prevent and detect irregularities;
- identifying and testing journal entries.

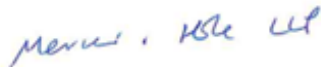
Independent auditor's report Year ended 31 December 2023

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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <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 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 company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Helen Cain, Senior Statutory Auditor
For and on behalf of Mercer & Hole LLP, Statutory Auditor
21 Lombard Street
London
EC3V 9AH

Date: 03/05/2024

Income and expenditure account Year ended 31 December 2023

	Notes	2023 £	2022 £
Turnover		624,846	534,813
Cost of sales		(505,540)	(460,043)
Gross surplus		119,306	74,770
Administrative expenses		(176,433)	(178,477)
Other operating income		18,085	-
Operating deficit		(39,042)	(103,707)
Interest receivable		7,892	2,035
Taxation	1	(1,499)	(387)
Deficit for the financial year	2	(32,649)	(102,059)
Reconciliation of retained earnings			
Retained reserves brought forward at 1 January 2023		166,099	268,518
Deficit for the financial year		(32,649)	(102,059)
Retained surplus at 31 December 2023		133,450	166,099

All of the company's activities derived from continuing operations.

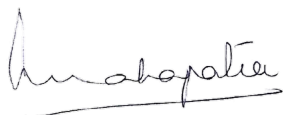
The company has no recognised gains and losses other than those shown above and therefore no separate statement of total recognised gains and losses has been presented.

Balance Sheet 31 December 2023

	Notes	2023 £	2023 £	2022 £	2022 £
Current assets					
Debtors	3	15,700		16,266	
Cash at bank and in hand		<u>481,399</u>		<u>526,612</u>	
			497,099		542,878
Creditors: amounts falling due within one year	4		<u>(35,689)</u>		<u>(48,819)</u>
Net current assets			461,410		494,059
Total net assets			<u>461,410</u>		<u>494,059</u>
Capital and reserves					
Other reserves	7		327,960		327,960
Income and expenditure account			<u>133,450</u>		<u>166,099</u>
Members' funds			<u>461,410</u>		<u>494,059</u>

The directors have taken advantage of special exemptions conferred by Part 15 of the Companies Act 2006 applicable to small companies in the preparation of the financial statements and have done so on the grounds that, in their opinion, the company qualified as a small company.

Approved by, and signed on behalf of the board of directors by:



Ashok Mahapatra, Director

Approved by the board on 02/05/2024

Company registration number 07455733.

Principal accounting policies Year ended 31 December 2023

QACE is a community interest company (limited by guarantee) incorporated in England and Wales (Company Registration Number 07455733). The registered office is 3 Shortlands, London W6 8DA.

Basis of accounting

The financial statements have been prepared under the historical cost convention with items recognised at cost or transaction value unless otherwise stated in the relevant accounting policies or notes to the accounts. They are prepared in accordance with applicable United Kingdom Accounting Standards, including section 1A of Financial Reporting Standard 102 – ‘The Financial Reporting Standard applicable in the UK and Republic of Ireland’ (FRS102) and the Companies Act 2006.

The financial statements are prepared in Sterling to the nearest pound.

Going concern

After reviewing the company’s forecast and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing its financial statements.

As stated in the director’s report, at the year end, QACE was committed to a merger with IQARB. The expected costs associated with this merger for 2024 are £45,150. Since QACE is established by an EU Regulation, and the Members are required to fund the entity through subscription, there is little or no impact on our revenue. The directors consider the CIC to be a going concern based on it fulfilling its obligations under EU Regulation (EC) 391/2009 for the foreseeable future.

Significant judgements and estimates

No significant accounting estimates or judgements were required to prepare the accounts.

Revenue recognition

Turnover predominantly represents income generated from membership subscriptions. Such income is recognised over the period in which the member is entitled to the service provided to them.

Turnover also represents income generated through attendance at assessments. Such income is recognised once the service is performed.

Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Expenditure recognition

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the company to make a payment to a third party, it is probably that a transfer of economic benefits will be required in settlement and the amount of the obligation can be measured reliably.

All expenditure is accounted for on an accruals basis.

Creditors

Short term trade creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of the transaction costs, and are measured subsequently at amortised cost using the effective interest method.

Cash at bank and in hand

Cash on the balance sheet comprises cash at bank available on demand only.

Cash Flow

The financial statements do not include a cash flow statement because the company is exempt from the requirement to prepare such a statement under FRS 102.

Operating lease

Rentals applicable to operating leases where substantially all the benefits and risks of ownership remain with the lessor are charged to the income and expenditure account on a straight line basis over the term of the lease.

Pension and post-retirement benefits

Contributions in respect of the company's defined contribution pension scheme are charged to income and expenditure account when they are payable to the scheme.

1 Taxation

Due to the unique nature of QACE, an agreement was achieved from HM Revenue and Customs that the principal activities of QACE are not trading activities and are not subject to UK corporation tax.

During the year, a corporation tax charge arose on interest earned on cash and bank deposits:

	2023	2022
	£	£
UK Corporation Tax	1,499	387
	1,499	387

2 Deficit for the financial period

	2023	2022
	£	£
This is stated after charging:		
Audit fee	8,976	7,651
Merger costs	76,419	-

During the year, costs of £76,419 relating to the planned merger with IQARB were incurred. This was offset by income of £18,085 from the merger which is recognised in other operating income.

3 Debtors

	2023	2022
	£	£
Due within one year		
Prepayments and accrued income	9,000	9,566
Other debtors	6,700	6,700
	15,700	16,266

4 Creditors: amounts falling due within one year

	2023	2022
	£	£
Trade creditors	3,600	3,600
Other creditors	26,048	21,668
Deferred income	—	18,085
Social security and other taxes	6,041	5,466
	35,689	48,819

5 Staff costs

	2023 £	2022 £
Wages and salaries	266,816	255,816
Social security costs	11,252	12,627
Other pension costs	4,161	3,993
	282,089	272,436

The average number of employees during the year was 7 (2022 – 7).

The directors consider that they, together with the Executive Secretary, comprise the key management personnel of the company in charge of directing and controlling, running and operating the company on a day to day basis.

The total remuneration (including taxable benefits but excluding employer's pension contributions) of the key management personnel for the year was £235,761 (2022 - £215,982)

6 Operating lease commitments

The company's future minimum operating lease payments are as follows:

	2023 £	2022 £
Within one year	39,600	43,200
Between one and five years	—	39,600

7 Other reserves

	2023 £	2022 £
Reserve fund from member contributions brought forward	327,960	327,960
Contribution by members during the year	—	—
Reserve fund from member contributions carried forward	327,960	327,960

The Reserve Fund represents additional funds, to be used for supporting QACE's operations as set up in the Annual Work Plan in cases when the funds from members' subscriptions have been completely used up. The Board of Directors has to authorise in advance any withdrawal of money from the reserve fund. The Members are to be informed as soon as any need for a withdrawal arises together with the relevant reasons and amount. This will be reported during the Board meeting minutes as part of the financial reporting.

8 Reserves

Income and expenditure account – includes all current and prior period retained surpluses and deficits.

Detailed income and expenditure account Year ended 31 December 2023

This page does not form part of the audited accounts

	2023 £	2022 £
Turnover	642,931	534,813
Expenditure		
Procedure and certification costs	2,026	750
Consultancy	208,398	179,232
Executive & Company secretary	94,576	93,783
Administration assistance	48,562	43,425
Board meeting expenses	18,294	16,602
Pension management charges	259	259
Directors' remuneration	136,452	135,229
Travel and accommodation	81,352	72,936
Observers' meeting costs	4,309	6,064
Office expenses	43,335	42,899
Insurance	11,198	11,166
Computer and website expenses	3,941	2,243
Accountancy and bookkeeping & admin	6,766	5,870
Legal fees	13,445	18,720
Audit fee	8,976	7,651
AGM & EGM expenses	84	1,691
	681,973	638,520
Deficit on ordinary activities before taxation	(39,042)	(103,707)
Interest receivable	7,892	2,035
Taxation	(1,499)	(387)
Deficit for the financial period	(32,649)	(102,059)