

Report of the Directors and
Financial Statements for the Year Ended 31 May 2017
for
Bath City Football Club Limited



Bath City Football Club Limited

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for the Year Ended 31 May 2017

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Bath City Football Club Limited

Company Information
for the Year Ended 31 May 2017

DIRECTORS:

S L Morgan
A Pierce
J Reynolds
P Williams
J Bickley
N Blofeld
S V Harris
M Powell

SECRETARY:

P Williams

REGISTERED OFFICE:

Twerton Park
Twerton
Bath
Avon
BA2 1DB

REGISTERED NUMBER:

00176565 (England and Wales)

AUDITORS:

Moore Stephens
Chartered Accountants and Statutory Auditor
30 Gay Street
Bath
BA1 2PA

Bath City Football Club Limited

Report of the Directors
for the Year Ended 31 May 2017

The directors present their report with the financial statements of the company for the year ended 31 May 2017.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 June 2016 to the date of this report.

S L Morgan
A Pierce
J Reynolds
P Williams

Other changes in directors holding office are as follows:

G N Todd - resigned 5 May 2017
P C Weaver - resigned 5 May 2017
A J Weeks - resigned 5 May 2017
J Bickley - appointed 5 May 2017
N Blofeld - appointed 5 May 2017
S V Harris - appointed 5 May 2017
M Powell - appointed 5 May 2017

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors 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 company and of the profit or loss 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 accounting estimates that are reasonable and prudent;

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Bath City Football Club Limited

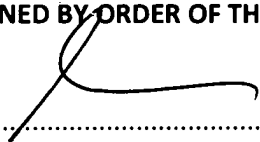
Report of the Directors
for the Year Ended 31 May 2017

AUDITORS

The auditors, Moore Stephens, will be proposed for re-appointment at the forthcoming Annual General Meeting.

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

SIGNED BY ORDER OF THE DIRECTORS:



.....
P Williams - Secretary

Date: 22/2/18.....

Report of the Independent Auditors to the Members of
Bath City Football Club Limited

We have audited the financial statements of Bath City Football Club Limited for the year ended 31 May 2017 on pages six to twelve. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 a Report of the Auditors 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.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page two, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 May 2017 and of its loss 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.

Opinion on other matter 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements, and has been prepared in accordance with applicable legal requirements. In the light of the knowledge and understanding of the company and its environment, we have not identified any material misstatements in the Report of the Directors.

Report of the Independent Auditors to the Members of
Bath City Football Club Limited

Matters on which we are required to report by exception

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 from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.



Daniel Slocombe (Senior Statutory Auditor)
for and on behalf of Moore Stephens
Chartered Accountants and Statutory Auditor
30 Gay Street
Bath
BA1 2PA

Date: 22/2/18

Bath City Football Club Limited

Income Statement
for the Year Ended 31 May 2017

	Notes	31.5.17 £	31.5.16 £
TURNOVER		450,923	432,655
Cost of sales		<u>57,733</u>	<u>67,915</u>
GROSS PROFIT		393,190	364,740
Administrative expenses		<u>475,500</u>	<u>442,414</u>
OPERATING LOSS	4	(82,310)	(77,674)
Interest receivable and similar income		<u>11</u>	<u>8</u>
		(82,299)	(77,666)
Interest payable and similar expenses		<u>5,534</u>	<u>12,368</u>
LOSS BEFORE TAXATION		(87,833)	(90,034)
Tax on loss		<u>-</u>	<u>-</u>
LOSS FOR THE FINANCIAL YEAR		<u>(87,833)</u>	<u>(90,034)</u>

The notes form part of these financial statements

Balance Sheet
31 May 2017

	Notes	31.5.17		31.5.16	
		£	£	£	£
FIXED ASSETS					
Tangible assets	5		376,159		387,436
CURRENT ASSETS					
Stocks		3,485		3,721	
Debtors	6	36,694		34,764	
Cash at bank and in hand		<u>63,664</u>		<u>2,349</u>	
		103,843		40,834	
CREDITORS					
Amounts falling due within one year	7	<u>144,544</u>		<u>185,637</u>	
NET CURRENT LIABILITIES			<u>(40,701)</u>		<u>(144,803)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			335,458		242,633
CREDITORS					
Amounts falling due after more than one year	8		<u>959,191</u>		<u>1,078,533</u>
NET LIABILITIES			<u>(623,733)</u>		<u>(835,900)</u>
CAPITAL AND RESERVES					
Called up share capital			800,000		500,000
Revaluation reserve	9		231,742		231,742
Retained earnings			<u>(1,655,475)</u>		<u>(1,567,642)</u>
SHAREHOLDERS' FUNDS			<u>(623,733)</u>		<u>(835,900)</u>

The financial statements have been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements were approved by the Board of Directors on 22/2/18 and were signed on its behalf by:



.....
P. Williams - Director

The notes form part of these financial statements

1. STATUTORY INFORMATION

Bath City Football Club Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with the provisions of Section 1A "Small Entities" of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Fixed assets

The freehold property is recorded at its 2002 valuation less depreciation. The company has taken advantage of the transitional arrangements related to the introduction of FRS 102 to treat that valuation as deemed cost. All other fixed assets are initially recorded at cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Freehold Property - 2% straight line
Fixtures & Fittings - 10% straight line

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

2. ACCOUNTING POLICIES - continued

Going concern

In accordance with our responsibilities, we as directors consider that there is an uncertainty over the appropriateness of the going concern basis for the preparation of the financial statements. The company has met its day-to-day working capital requirements through loans from us as directors of the club and from our bankers. The company continues to be loss making and has net current liabilities and net liabilities. In order to continue in operational existence as a going concern and to meet its liabilities as they fall due, the company is dependent on securing additional finance. Since the year end, the company has restructured its liabilities by issuing additional share capital utilising these funds to repay some of its loans, negotiated an arrangement for other loans to be interest free and repayable in five years and obtained external loan finance through a three year loan facility which is also interest free and on a five year term from May 2017. Earlier repayment could be made if the company has sufficient funds to clear all loans. These loans will be granted a debenture as security. As a result of these transactions, we as directors are confident that the company will have sufficient working capital and accordingly, we consider it appropriate to prepare these financial statements on a going concern basis.

3. EMPLOYEES AND DIRECTORS

The average monthly number of employees during the year was 25 (2016 - 26).

4. OPERATING LOSS

The operating loss is stated after charging:

	31.5.17	31.5.16
	£	£
Depreciation - owned assets	<u>12,014</u>	<u>12,014</u>

Notes to the Financial Statements - continued
for the Year Ended 31 May 2017

5. **TANGIBLE FIXED ASSETS**

	Freehold property £	Fixtures and fittings £	Totals £
COST			
At 1 June 2016	515,530	119,109	634,639
Additions	-	1,769	1,769
Disposals	-	(2,720)	(2,720)
	<u>515,530</u>	<u>118,158</u>	<u>633,688</u>
At 31 May 2017	<u>515,530</u>	<u>118,158</u>	<u>633,688</u>
DEPRECIATION			
At 1 June 2016	136,757	110,446	247,203
Charge for year	10,310	1,704	12,014
Eliminated on disposal	-	(1,688)	(1,688)
	<u>147,067</u>	<u>110,462</u>	<u>257,529</u>
At 31 May 2017	<u>147,067</u>	<u>110,462</u>	<u>257,529</u>
NET BOOK VALUE			
At 31 May 2017	<u>368,463</u>	<u>7,696</u>	<u>376,159</u>
At 31 May 2016	<u>378,773</u>	<u>8,663</u>	<u>387,436</u>

The freehold property was revalued by Osmond Tricks Property Consultants to £500,000 at 13 December 2002. The company applied the transitional arrangements of Section 35 of FRS 102 in the previous year and used this valuation as deemed cost. The property is being depreciated from the valuation date.

6. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.5.17 £	31.5.16 £
Trade debtors	7,401	6,087
Other debtors	<u>29,293</u>	<u>28,677</u>
	<u>36,694</u>	<u>34,764</u>

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

	31.5.17 £	31.5.16 £
Bank loans and overdrafts	10,843	10,649
Trade creditors	43,783	31,784
Taxation and social security	21,752	11,250
Other creditors	<u>68,166</u>	<u>131,954</u>
	<u>144,544</u>	<u>185,637</u>

Notes to the Financial Statements - continued
for the Year Ended 31 May 2017

8. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	31.5.17	31.5.16
	£	£
Bank loans	71,205	82,189
Other creditors	<u>887,986</u>	<u>996,344</u>
	<u>959,191</u>	<u>1,078,533</u>

The entire bank loan from National Westminster Bank is secured over the freehold property.

9. RESERVES

	Revaluation reserve £
At 1 June 2016 and 31 May 2017	<u>231,742</u>

10. ULTIMATE CONTROLLING PARTY

The company was under the joint control of the directors for most of the year. The Bath City Supporters Society became the majority shareholder of the company on 5th May 2017.

11. TRANSACTIONS WITH THE DIRECTORS

Included in sales are £480 (2016: £5,400) made to A J M Pet Products Limited, £1,560 (2016: £391) made to J Reynolds (Western) Limited and £1,385 (2016: £660) made to Bath City Supporters Society. Included in debtors are amounts owed from Bath City Supporters Society of £1,227 (2016: £nil). Included in creditors are amounts owed to J Reynolds (Western) Limited of £nil (2016: £18,521). There is also a loan from Bath City Supporters Society for £74,302 (2016: £19,552).

The companies are related by way of current and former directors G Todd (Bath Visual Communications), J Reynolds (J Reynolds (Western) Limited), P Weaver and S Morgan (Bath City Supporters Society) and A Pierce (AJM Pet Products).

The loan account balances of current and former directors, at the year end were: G Todd £55,000 (2016: £23,774), A Pierce £220,000 (2016: £194,652), P Williams £220,000 (2016: £242,838), J Reynolds £56,195 (2016: £37,674), A Weeks £nil (2016: £130,095) and P Weaver £34,489 (2016: £36,989). The profit and loss includes an amount of £2,725 (2016: £3,120) in respect of loan interest charged on the loans during the year. The total interest on directors loans amounts to £nil (2016: £157,982).

There were also donations made by directors in the year being A Pierce £nil (2016: £467), P Williams £nil (2016: £66) and J Reynolds £nil (2016: £50).

12. SHARE CAPITAL

On 28 March 2017, the shareholders approved resolutions to increase the authorised share capital of the company to £800,000 and to allot the additional £300,000 of shares to Bath City Supporters Society Limited. Authority was also given to the Board to grant security over the company's assets to lenders.

These transactions were completed on 5th May 2017 with the Society becoming the majority shareholder with 54.6% of the share capital. The capital raised was utilised in repaying loans and accrued interest.

Apart from the loan from National Westminster Bank, all outstanding loans are interest free and for a term of five years from the above date, subject to earlier repayment should the company be in receipt of sufficient funds to satisfy all loans.

G Todd, P Weaver and A Weeks retired as directors of the company and J Bickley, N Blofeld, S Harris and M Powell were appointed as new directors on 5 May 2017.