

Registered No: 2987264

BRADFIELD COLLEGE ENTERPRISES LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 AUGUST 2016

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**Directors' Report and Financial Statements
For the year ended 31 August 2016**

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Company information

Directors

D Shilton (Chairman)
P C H Burrowes
K Russell
P B Saunders
Dr C C Stevens

Registered address

Bradfield College
Bradfield
Berkshire
RG7 6AU

Bankers

Allied Irish Bank (GB) plc
City Office
9/10 Angel Court
London
EC2R 7AB

Investment advisers

Charles Stanley & Co. Ltd
25 Luke Street
London
EC2A 4AR

Independent Auditors

RSM UK Audit LLP
Chartered Accountants and Statutory Auditors
Davidson House
Forbury Square
Reading
RG1 3EU

Directors' report for the year ended 31 August 2016

The Directors present their annual report and the audited financial statements of the Company for the year ended 31 August 2016.

Principal activities

The principal activities of the Company are the management of lettings and the sale of equipment, clothing, food and drink at Bradfield College. The Company operates the leisure facilities on the Bradfield College estate for the benefit of both the College and the community.

Review of business and future developments

The Company has had a mixed year with the Sports Division experiencing continued positive growth with performance well ahead of budget. Unfortunately, the Lettings and Events Division had an extremely difficult year with a downturn in the Language School market hitting accommodation sales heavily. In addition to this, demand fell following the terrorist attacks in Paris with the loss of a significant Easter client due to the fears of travel to Europe amongst South American customers.

The Directors consider that given the in-year challenges experienced, the financial results were satisfactory. A number of new lettings contracts have been agreed already in 2016/17 and the Directors expect that the level of business activity will increase this year with a return to higher profits.

During the year the Company was charged with two breaches of health and safety legislation, relating to an incident which had happened at the sports centre in November 2013. The Company pleaded guilty and was fined a total of £26,500 plus costs. Full provision has been made for this cost in these accounts. All necessary steps to improve procedures and tighten safety had been taken immediately following the incident. A strategic review of H&S within the business is under way.

Results and dividends

The Company's profit for the year is £177,802 (2015: £518,097). In the year the Company proposed a payment under gift aid to Bradfield College of £176,000 (2015: £515,000).

Financial risk management

The Directors are responsible for the Company's financial risk management. The Directors do not consider the effects of changes in price risk, credit risk, interest rate risk, liquidity risk or foreign exchange risk to be material to the Company.

Statement of directors' responsibilities

The Directors are responsible for preparing the Directors' Report 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 prepared 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:

Directors' report for the year ended 31 August 2016 (continued)

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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.

The Directors are responsible for the maintenance and integrity of the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Disclosure of Information to auditors

In accordance with Section 418, directors' reports shall include a statement, in the case of each director in office at the date the directors' report is approved, that:

(a) so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and

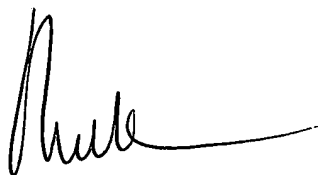
(b) he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

External Auditors

RSM UK Audit LLP acted as auditors to the Company during the year and will be proposed for re-election as auditors at the forthcoming Annual General Meeting.

By order of the Board

D Shilton
Director



Approved by the Directors on 24 November 2016

Independent auditors' report to the Members of Bradfield College Enterprises Limited

We have audited the financial statements on pages 6 to 15. 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 FRS 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 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.

Respective responsibilities of directors and auditor

As more fully explained in the Directors' Responsibilities Statement on pages 2-3 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at <http://www.frc.org.uk/auditscopeukprivate>

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 August 2015 and of its profit 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 the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent auditors' report to the Members of Bradfield College Enterprises Limited (continued)

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
- if small - 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 directors' report.

RSM UK Audit LLP

KERRY GALLAGHER (Senior Statutory Auditor)
for and on behalf of RSM UK Audit LLP, Statutory Auditor
Chartered Accountants
Davidson House
Forbury Square
Reading
RG1 3EU

Date 14 December 2016

Profit and loss account for the year ended 31 August 2016

	Note	2016 £	2015 £
Turnover		2,393,846	2,906,777
Cost of sales		(662,290)	(774,259)
Gross profit		1,731,556	2,132,518
Administrative expenses		(1,553,754)	(1,614,421)
Profit on ordinary activities before taxation	2	177,802	518,097
Taxation	5	-	-
Profit for the financial year after taxation	12	177,802	518,097

The Company's results are derived from continuing activities.

The Company has no recognised gains or losses other than the profit above and therefore no separate statement of total recognised gains and losses has been presented.

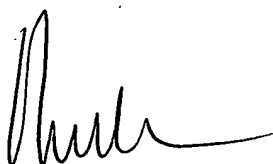
There are no material differences between the profit on ordinary activities before taxation and the profit for the financial years stated above, and their historical cost equivalents.

Balance sheet as at 31 August 2016

	Note	2016 £	2015 £
Fixed assets			
Tangible assets	6	110,598	140,792
Current assets			
Stocks	8	111,281	78,501
Debtors	9	186,814	379,424
Cash at bank and in hand		300,097	188,700
		598,192	646,625
Creditors - Amounts falling due within one year	10	(585,235)	(665,664)
Net current liabilities		12,957	(19,039)
Total assets less current liabilities		123,555	121,753
Capital and reserves			
Called up share capital	11	70,322	70,322
Share premium account	12	31,680	31,680
Profit and loss account	12	21,553	19,751
Total shareholders' funds	13	123,555	121,753

The financial statements on pages 6 to 15 were approved by the Board of Directors on 24 November 2016 and signed on its behalf by:

D Shilton
Director



Registered Number: 2987264

Statement of cash flows for the year ended 31 August 2016

	Note	2016 £	2015 £
Net cash inflow from operating activities		111,397	108,660
Cash at bank and in hand			
At 1 September		188,700	80,040
At 31 August		300,097	188,700
Movement of cash at bank and in hand during year		111,397	108,660

Reconciliation of profit before taxation to net cash inflow from operating activities

	Note	2016 £	2015 £
Profit before taxation		177,802	518,097
Distribution to parent charity		(176,000)	(515,000)
Net profit for the year		1,802	3,097
Depreciation		30,194	34,710
(Increase) in stock		(32,780)	(6,687)
Decrease in debtors		192,610	60,063
Decrease in creditors		(80,429)	17,477
Net cash inflow from operating activities		111,397	108,660

Notes to the financial statements for the year ended 31 August 2016

1 Principal accounting policies

Basis of preparation

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102"), and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime.

The financial statements are prepared in sterling, which is the functional currency of the Company.

The financial statements have been prepared on the historical cost convention. The principal accounting policies adopted are set out below.

FRS102 transition

These financial statements are the first statements of Bradfield College Enterprises Limited prepared in accordance with the Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (FRS102). The financial statements of Bradfield College for the year ended 31 August 2015 were prepared in accordance with the previous UK GAAP. The transition date is 1 September 2014.

In preparing the accounts, the Directors have considered whether in applying the accounting policies required by FRS 102 the restatement of comparative items was required. Comparative figures have been restated to reflect the adjustments made, except to the extent that the Directors have taken the exemption to retrospective application of FRS 102 permitted by FRS 102 Chapter 35 'Transition to this FRS'. Comparative figures did not need to be restated as there were no transition adjustments identified.

Related Party Disclosures

The Company is a wholly owned subsidiary of The Warden and Council of St Andrew's College, Bradfield, the consolidated accounts of which are publicly available. Accordingly, the Company has taken advantage of the exemptions in section 33 of FRS 102 from disclosing transactions with fellow group companies.

Turnover

Turnover, which excludes value added tax, represents the invoiced value of goods and services supplied. Turnover consists entirely of sales made in the United Kingdom. Turnover is recognised when the goods or services have been provided and the Company has the right to consideration. Where conditions have not been met, revenue is deferred until such time that they have been met.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A net deferred tax asset is recognised as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.

Notes to the financial statements for the year ended 31 August 2016 (continued)

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on an undiscounted basis.

Tangible fixed assets

Tangible fixed assets are stated at historic cost less accumulated depreciation.

The cost of tangible fixed assets is their purchase cost, together with any other incidental expenses of acquisition.

Depreciation is calculated so as to write off the cost of tangible fixed assets, less estimated residual values, on a straight line basis over the expected useful economic lives of the assets concerned. The principal annual rates for this purpose are:

Computer equipment	33%
Fixtures/other equipment	10% and 20%

Land and buildings are depreciated over the life of the asset.

Operating lease – land and buildings

Costs of operating leases are charged to the profit and loss account on a straight line basis over the lease term.

Stocks

Stocks are stated at the lower of cost and net realisable value. Where necessary, provision is made for obsolete, slow moving and defective stocks.

Pension schemes

Retirement benefits to the employees of the Company are provided by:

- (a) the Pensions Trust Growth Plan (PTGP), a multi-employer pension scheme; and
- (b) defined contributions made to individual employees' money purchase schemes.

Contributions to these schemes are charged to the income and expenditure account when payable. Details of the PTGP are included within the group financial statements of The Warden and Council of Saint Andrew's College, Bradfield.

Going concern

At the time of approving the financial statements, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Notes to the financial statements for the year ended 31 August 2016 (continued)

2 Operating profit

	2016	2015
	£	£
The operating profit is stated after charging:		
Depreciation – owned assets	30,195	34,710
Services provided by the Company’s auditors		
– fees payable for audit services	8,000	7,750
– fees payable for taxation and other services	-	1,500
Operating lease – land and buildings	59,598	89,598
Management fee – Bradfield College	67,200	67,200

3 Directors' emoluments

Total directors’ emoluments paid during the year for their services as directors to the Company were £76,644 including pension contributions (2015: £74,655). Dr C C Stevens and P C H Burrowes are remunerated by Bradfield College in respect of their services as the Headmaster and Bursar of the College respectively.

Total remuneration to key management personnel was £85,125 (2015: £82,932).

4 Employee information

The average number of people employed during the year was 107 (2015: 103). The full time equivalent of these people was as follows:

By activity	2016	2015
	Number	Number
Lettings and management	11	11
Sports Centre Staff	31	29
	42	40

Staff costs	£	£
Wages and Salaries	868,068	877,326
Social security costs	63,772	64,621
Other pension costs	14,508	14,825
	946,348	956,772

The staff costs include £198,517 (2015: £195,619) in lettings and £624,277 (2015: £608,447) Sports Centre salaries included in administration costs and £123,556 (2015: £152,706) included within cost of sales.

Notes to the financial statements for the year ended 31 August 2016 (continued)

5 Tax on profit on ordinary activities

Tax on profit on ordinary activities

	2016	2015
	£	£
Current tax		
U.K. corporation tax	-	-
Total current tax	-	-
Deferred tax		
Origination and reversal of timing differences	-	-
Total tax on profit on ordinary activities	-	-

Deferred tax

Deferred tax has been calculated at a rate of 20%. None of the deferred tax asset was provided for during the year as the Company is not expected to be in a tax paying position in the foreseeable future.

6 Tangible fixed assets

	Land & Buildings	Fixtures/ Other Equipment	Computer Equipment	Total
	£	£	£	£
At 1 September 2015	16,664	225,164	5,769	247,597
Additions	-	-	-	-
Disposals	-	-	-	-
At 31 August 2016	16,664	225,164	5,769	247,597
Accumulated Depreciation				
At 1 September 2015	16,664	86,295	3,846	106,805
Charge for the year	-	28,271	1,923	30,194
Disposals	-	-	-	-
At 31 August 2016	16,664	114,566	5,769	136,999
Net book amount				
At 31 August 2016	-	110,598	-	110,598
At 31 August 2015	-	138,869	1,923	140,792

Notes to the financial statements for the year ended 31 August 2016 (continued)

7 Operating Leases

At 31 August 2016 the Company had future minimum lease payments under non-cancellable operating leases expiring as follows:

	Land and buildings	
	2016	2015
	£'000	£'000
Within 1 year	-	-
Within two to five years	-	-
After 5 years	89,598	89,598

8 Stocks

	2016	2015
	£	£
Goods for resale	111,281	78,501

9 Debtors

	2016	2015
	£	£
Amount falling due within one year		
Trade debtors	179,109	375,399
Prepayments and other debtors	7,705	4,025
	186,814	379,424

10 Creditors: Amounts falling due within one year

	2016	2015
	£	£
Trade creditors	23,212	59,086
Amounts owed to parent undertaking	228,466	404,643
Other creditors	13,202	14,717
Accruals and deferred income	258,548	157,543
Other taxation and social security	61,807	29,674
	585,235	665,664

Amounts owed to the parent undertaking are unsecured, interest free, and repayable on demand.

Notes to the financial statements for the year ended 31 August 2016 (continued)

11 Called up share capital

	2016	2015
	£	£
Allotted, called up and fully paid		
70,002 (2015: 70,002) ordinary shares of £1 each	70,002	70,002
32,000 (2015: 32,000) redeemable preference shares of 1p each (issued at a premium of 99p each)	320	320
	70,322	70,322

The preference shares have no rights to dividends and no fixed redemption date. The right to redeem preference shares lies with the Company, therefore the preference shares are considered to be equity rather than a liability.

12 Reserves

	Share premium Account	Profit and loss account
	£	£
At 1 September 2015	31,680	19,751
Profit for the financial year	-	177,802
Distribution to parent charity	-	(176,000)
At 31 August 2016	31,680	21,553

13 Reconciliation of movements in shareholders' funds

	2016	2015
	£	£
Profit for the financial year	177,802	518,097
Distribution to parent charity	(176,000)	(515,000)
Opening shareholders' funds	121,753	118,656
Closing shareholders' funds	123,555	121,753

Notes to the financial statements for the year ended 31 August 2016 (continued)

14 Pension Commitments

The Company participates in The Pensions Trust's Growth Plan ("the Growth Plan"). This is a multi-employer pension scheme, where the assets are co-mingled for investment purposes, and benefits are paid out of the Growth Plan's total assets. Accordingly, due to the nature of the Growth Plan, the Company has accounted for its contributions as a defined contribution scheme. The Company paid contributions of 7.5%, and members paid contributions at the rate of 5% of employee salaries during the accounting period. There were 14 members of the scheme at 31 August 2016 (2015: 6), including 9 under auto enrolment.

To comply with the Government's legislation on workplace pensions, all eligible employees not already members of the above scheme are enrolled in an alternative scheme run by the Pensions Trust. Contributions are paid at 1% of salary by both employers and employees.

The aggregate pension costs for the year were £12,805 (2015: £11,726) with £1,920 under auto enrolment (2015: £2,326).

15 Parent organisation and ultimate controlling party

The directors regard The Warden and Council of Saint Andrew's College, Bradfield ("Bradfield College"), a registered charity incorporated by Royal Charter, as the Company's parent organisation and ultimate controlling party. According to the register kept by the Company, Bradfield College has a 100% interest in the share capital of Bradfield College Enterprises Limited as at 31 August 2016. Bradfield College is the largest and smallest body to consolidate the financial statements of the Company. A copy of the parent organisation's consolidated financial statements can be obtained by writing to The Bursar, Bradfield College, Bradfield, Reading, Berkshire, RG7 6AU.