

REGISTERED NUMBER: 3601031 (England and Wales)

**Report of the Directors and**  
**Financial Statements**  
**for the year ended 30th June 2006**  
**for**  
**Bristol Rugby Club Limited**

SATURDAY



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**Bristol Rugby Club Limited**

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**for the year ended 30th June 2006**

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**Bristol Rugby Club Limited**  
**Company Information**  
**for the year ended 30th June 2006**

**DIRECTORS:**

C A Booy  
R J Chilverd  
S J Gorvett  
A J Morley  
N J Pomphrey  
J L Portch  
D M Powell

**SECRETARY:**

G Y Dodds

**REGISTERED OFFICE.**

The Memorial Stadium  
Filton Avenue  
Horfield  
Bristol  
BS7 0AQ

**REGISTERED NUMBER:**

3601031 (England and Wales)

**AUDITORS.**

Monahans  
Registered Auditors  
Chartered Accountants  
Clarks Mill  
Stallard Street  
Trowbridge  
Wiltshire  
BA14 8HH

**Bristol Rugby Club Limited**  
**Report of the Directors**  
**for the year ended 30th June 2006**

The directors present their report with the financial statements of the company for the year ended 30th June 2006

**PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of operating a professional Rugby Football Union Club. Its principal objectives are to promote, encourage and foster the game of Rugby Football Union.

**REVIEW OF BUSINESS**

The results for the year and financial position of the company are as shown in the annexed financial statements.

The Club has successfully achieved its objective of retaining a place in the Guinness Premiership.

**DIRECTORS**

The directors shown below have held office during the whole of the period from 1st July 2005 to the date of this report.

C A Booy  
R J Chilverd  
S J Gorvett  
A J Morley  
N J Pomphrey  
J L Portch  
D M Powell

None of the directors who held office during the year had any disclosable interest in the shares of the company.

The directors' interests in the shares of the ultimate holding company, Bristol Rugby Consortium Limited, are disclosed in that company's financial statements.

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing 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). The financial statements are required by law to 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 estimates that are reasonable and prudent,
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and each director 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.

**AUDITORS**

The auditors, Monahans, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

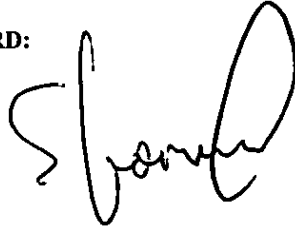
**Bristol Rugby Club Limited**

**Report of the Directors**  
**for the year ended 30th June 2006**

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

**ON BEHALF OF THE BOARD:**

S J Gorvett - Director

A handwritten signature in black ink, appearing to read 'S J Gorvett', written over the printed name.

27th April 2007

**Report of the Independent Auditors to the Shareholders of**  
**Bristol Rugby Club Limited**

We have audited the financial statements of Bristol Rugby Club Limited for the year ended 30th June 2006 on pages six to eleven. These financial statements have been prepared in accordance with the accounting policies set out therein and the requirements of the Financial Reporting Standard for Smaller Entities (effective January 2005).

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' 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 auditors**

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out on page two.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Report of the Directors is consistent with the financial statements.

In addition, we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

**Basis of audit opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

**Report of the Independent Auditors to the Shareholders of**  
**Bristol Rugby Club Limited**

**Opinion**

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, of the state of the company's affairs as at 30th June 2006 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Report of the Directors is consistent with the financial statements



Monahans  
Registered Auditors  
Chartered Accountants  
Clarks Mill  
Stallard Street  
Trowbridge  
Wiltshire  
BA14 8HH

Date

27.4.2007

**Bristol Rugby Club Limited**

**Profit and Loss Account**  
**for the year ended 30th June 2006**

	Notes	2006 £'000	2005 £'000
<b>TURNOVER</b>	2	4,841	2,423
Cost of sales		3,885	1,674
<b>GROSS PROFIT</b>		956	749
Administrative expenses		685	452
		271	297
Other operating income		45	105
<b>OPERATING PROFIT</b>	3	316	402
Interest receivable and similar income		26	3
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		342	405
Tax on profit on ordinary activities	4	4	-
<b>PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION</b>		338	405

The notes form part of these financial statements



**Bristol Rugby Club Limited**

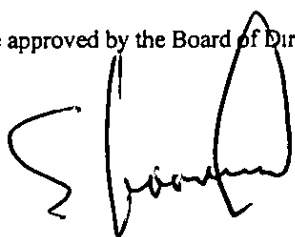
**Balance Sheet**  
**30th June 2006**

	Notes	2006 £'000	2005 £'000	2005 £'000
<b>FIXED ASSETS</b>				
Tangible assets	5		108	50
<b>CURRENT ASSETS</b>				
Stocks		171	-	
Debtors	6	1,028	458	
Cash at bank and in hand		90	775	
		<u>1,289</u>	<u>1,233</u>	
<b>CREDITORS</b>				
Amounts falling due within one year	7	<u>1,949</u>	<u>1,721</u>	
<b>NET CURRENT LIABILITIES</b>			<u>(660)</u>	<u>(488)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u>(552)</u>	<u>(438)</u>
<b>CREDITORS</b>				
Amounts falling due after more than one year	8		<u>2,207</u>	<u>2,659</u>
<b>NET LIABILITIES</b>			<u>(2,759)</u>	<u>(3,097)</u>
<b>RESERVES</b>				
Share premium	10		5,896	5,896
Profit and loss account	10		<u>(8,655)</u>	<u>(8,993)</u>
<b>SHAREHOLDERS' FUNDS</b>			<u>(2,759)</u>	<u>(3,097)</u>

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective January 2005)

The financial statements were approved by the Board of Directors on 27th April 2007 and were signed on its behalf by

S J Gorvett - Director



J L Portch - Director



The notes form part of these financial statements

**Bristol Rugby Club Limited**

**Notes to the Financial Statements**  
**for the year ended 30th June 2006**

**1 ACCOUNTING POLICIES**

**Going concern**

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2005)

The financial statements have been prepared on the going concern basis, which assumes that the company will continue in operational existence for the foreseeable future. This may not be appropriate because at 30th June 2006 the company had suffered losses in previous years and had net current liabilities at the year end of £661,177. The directors are satisfied that adequate resources will be available to continue operations for the foreseeable future.

**Turnover**

Turnover represents the amounts excluding value added tax derived from the sale of match tickets, executive boxes, sponsorship, Premier Rugby, gate takings and the provision of goods and services by the company. Income that is receivable under contracts relating to the playing season is recognised in full in the period.

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life:

Fixtures and fittings	- 20% on straight line basis
Computer equipment	- 33% on straight line basis

**Stocks**

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

**Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

**2 TURNOVER**

The turnover and profit before taxation are attributable to the one principal activity of the company.

An analysis of turnover by class of business is given below:

	2006	2005
	£'000	£'000
Rugby income	2,149	861
Premier Rugby/Central funding	1,919	1,099
Corporate income	773	463
	<u>4,841</u>	<u>2,423</u>

**Bristol Rugby Club Limited**

**Notes to the Financial Statements - continued**  
**for the year ended 30th June 2006**

**3 OPERATING PROFIT**

The operating profit is stated after charging

	2006 £'000	2005 £'000
Depreciation - owned assets	35	23
Loss on disposal of fixed assets	-	1
Auditors' remuneration	9	7
	<u>          </u>	<u>          </u>

	2006 £	2005 £
Directors' emoluments and other benefits etc	42,000	21,000
	<u>          </u>	<u>          </u>

**4 TAXATION**

**Analysis of the tax charge**

The tax charge on the profit on ordinary activities for the year was as follows

	2006 £'000	2005 £'000
Current tax		
UK corporation tax	4	-
	<u>          </u>	<u>          </u>
Tax on profit on ordinary activities	4	-
	<u>          </u>	<u>          </u>

**Factors that may affect future tax charges**

The company has corporation tax losses carried forward of £2,950,000 and due to uncertainty about the future recoverability of these losses a deferred tax asset has not been recognised

**5 TANGIBLE FIXED ASSETS**

	Fixtures and fittings £'000	Computer equipment £'000	Totals £'000
<b>COST</b>			
At 1st July 2005	82	15	97
Additions	65	28	93
Disposals	-	(3)	(3)
	<u>          </u>	<u>          </u>	<u>          </u>
At 30th June 2006	147	40	187
	<u>          </u>	<u>          </u>	<u>          </u>
<b>DEPRECIATION</b>			
At 1st July 2005	37	10	47
Charge for year	25	10	35
Eliminated on disposal	-	(3)	(3)
	<u>          </u>	<u>          </u>	<u>          </u>
At 30th June 2006	62	17	79
	<u>          </u>	<u>          </u>	<u>          </u>
<b>NET BOOK VALUE</b>			
At 30th June 2006	85	23	108
	<u>          </u>	<u>          </u>	<u>          </u>
At 30th June 2005	45	5	50
	<u>          </u>	<u>          </u>	<u>          </u>

**Bristol Rugby Club Limited**

**Notes to the Financial Statements - continued**  
**for the year ended 30th June 2006**

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

	2006	2005
	£'000	£'000
Trade debtors	821	383
Other debtors	117	35
Prepayments and accrued income	90	40
	<u>1,028</u>	<u>458</u>

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

	2006	2005
	£'000	£'000
Other loans	430	526
Trade creditors	329	83
Tax	4	-
Social security and other taxes	289	234
Other creditors	40	35
Directors' loan accounts	12	24
Accruals and deferred income	845	819
	<u>1,949</u>	<u>1,721</u>

The other loan included in creditors (Notes 7 and 8) represents the maximum amount repayable to The Johnsons Group Limited, the company's previous parent company. The loan is not interest bearing and the level of repayments to be made are dependent on the level of future revenue received by the company. Any amount remaining unpaid at the close of the 2009/10 season will be waived. The Johnsons Group Limited ceased to be the company's holding company on 4th September 2002.

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

	2006	2005
	£'000	£'000
Other loans - 1-2 years	1,457	1,909
Amount due to parent undertaking	750	750
	<u>2,207</u>	<u>2,659</u>

The loan due to the parent company is not interest bearing and has no fixed repayment terms.

**9 CALLED UP SHARE CAPITAL**

Authorised Number	Class	Nominal value	2006 £'000	2005 £'000
1,000	Ordinary	£1	<u>1</u>	<u>1</u>
Allotted, issued and fully paid Number	Class	Nominal value	2006 £'000	2005 £'000
102	Ordinary	£1	<u>-</u>	<u>-</u>

**Bristol Rugby Club Limited**

**Notes to the Financial Statements - continued**  
**for the year ended 30th June 2006**

**10 RESERVES**

	Profit and loss account £'000	Share premium £'000	Totals £'000
At 1st July 2005	(8,993)	5,896	(3,097)
Profit for the year	338		338
	<hr/>	<hr/>	<hr/>
At 30th June 2006	<u>(8,655)</u>	<u>5,896</u>	<u>(2,759)</u>

**11 ULTIMATE PARENT COMPANY**

The company is a wholly-owned subsidiary of Bristol Rugby Consortium Limited. The accounts of the parent company are available to the public and may be obtained from Companies House, Cardiff.

**12 RELATED PARTY DISCLOSURES**

During the year the directors purchased various tickets and hospitality from the Club at the normal retail price. The Club also paid commercial commission of £25,000 to BLM Clilverd Limited (a company of which R J Clilverd is also a director) for acquiring major sponsorship for the Club.