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Financial Statements

Bristol Rovers (1883) Limited

For the year ended 30 June 2017

Registered number: 04501223

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COMPANIES HOUSE

Company Information

Directors	W Al Qadi S C Hamer K A W Masters B Seymour-Smith (resigned 19 October 2017) M W Turner (appointed 21 July 2016) L Atkins (resigned 21 November 2016)
Company secretary	Taylor Wessing Secretaries Limited
Registered number	04501223
Registered office	The Memorial Stadium Filton Avenue Horfield Bristol BS7 0BF
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor 2 Glass Wharf Bristol BS2 0EL
Bankers	Bank of Scotland Plc Bank House Wine Street Bristol BS1 2AN
Solicitors	Taylor Wessing LLP 5 New St Square London EC4A 3TW

Bristol Rovers (1883) Limited

Contents

Chairman's Statement

For the year ended 30 June 2017

The chairman presents his statement for the period.

It gives me great pleasure to present my second Chairman's Report to the shareholders of Bristol Rovers (1883) Limited. This report covers the first full year exclusively under the ownership of Dwane Sports Limited.

Having gained promotion at the end of 2015/16 season, season 2016/17 marked the clubs first season back in the EFL League 1 since the 2010/11 season. The season certainly ebbed and flowed, but overall, considering the journey the team and back room staff has been on for the past two seasons, we must be pleased with a commendable 10th placed finishing League position. The Club accumulated 66 points in League One, the highest number of points in that Division for 17 years, an incredible achievement for all involved with the first team on a daily basis. Once again, our Manager Darrell Clarke and his team have been outstanding. I must on behalf of the Board and the supporters, express my gratitude and thanks for all the hard work that he and his team has put into the Club over this year. The success that he continues to achieve is well deserved.

As always, the Club never shirks its responsibility in development of younger players, the 2016-17 season saw an increase in the Club's contribution towards youth development in the following ways:

- The implementation of the Development Squad (U23s). Whilst this is not incorporated within the 'Academy' budget, it certainly forms part of the pathway for players progressing from the Academy into the 1st team. 2016/17 saw Chris Hargreaves appointed, with the squad fulfilling fixtures in the EFL Central Development League to provide competitive fixtures for younger professional players in the 1st team squad as well as talented U18s with the opportunity to play above their age bracket.
- Increase in Academy recruitment budget. This saw a new network of paid scouts recruited and deployed across the South West to further increase our ability to identify local talented players.
- Additional staff employed: Full time sports therapist (previously were part time) to increase the level of medical care and support that can be given to the players within the U9s-U16s programme; Full time Strength & Conditioning Coach (was part-time) to increase contact time with U18s players on a daily basis to support their physical development; contracted part-time Lead Pre-Academy Phase Coach to increase the provision, structure, and contact time of the U6-8s section of the programme;
- The Academy also employed a Full Time Head of Coaching. The role was introduced to oversee the development of the coaching staff (first time this had been an independent role and not in-cluded as part of another person's work). Funding for this role was later secured through the Premier League so in actual fact was cost neutral to the club, however before this funding became available the club had committed to making this investment.

2016-17 Highlights:

- Under 15s and U16s were winners of their respective South West Academies Floodlit Cups. The U16s also won a prestigious tournament at St Georges Park run by the FA which saw them compete with Category 3,2, and 1 academies – beating West Bromwich Albion in the final.
- 9 players from the U16s offered scholarships for the 2017/18 season.
- 5 Academy players were offered professional contracts at the end of the season to join the Development Squad for 2017/18 (Luke Russe, Lewis Ellington, Connor Jones, Lewis Leigh-Gilchrist, and Sam Blake). Cameron Hargreaves and Ben Morgan also joined the U18s later in the season from Exeter and Swansea respectively before also gaining professional contracts.
- Academy graduates Alfie Kilgour and Ryan Broom, (plus Tom Lockyer, Ollie Clarke, Ellis Harrison and Chris Lines) retained by the club for 2016/17 season
- 191 appearances in the first team (league games) by Academy graduates.
- International call-ups [all for Wales]: Luc Noble & Logan Bowkett (U15s), Lewis Clutton (U16s), Ellis Harrison & Tom Lockyer (U21s); Tom Lockyer also called up to the Wales senior squad for first time.

Chairman's Statement

For the year ended 30 June 2017

The operating losses for the year under review have decreased to £3,052,454 (2016: £3,204,433). Included in these losses for the year under review is a write off of £916,324 (2016: £2,338,572). This figure relates to the write off of costs previously capitalised. These costs relate to the proposed UWE stadium project. The operating losses for the year prior to this write off were £2,136,130 (2016: £865,861). This figure reflects the increase in central funding and the increase in crowds in League 1 compared to League 2. This has been offset due to increased costs by wishing to be competitive in League 1 and the additional costs of the academy and the Development Squad.

The majority of our squad remained with us for the 2016/17 season and indeed has remained with us for the 2017/18 season with only the more senior players not having their contracts renewed. It was disappointing to lose our leading goal scorer in January 2017 but in this day and age, if a player and his advisers trigger a move away, there is not a great deal any Club can do to counteract this wish.

Whilst this season, 2017/18 has been an inconsistent one at the time of writing this report, with 3 new players introduced in the recent January transfer window and one significant one leaving, we still hope for a strong League finish and will look to strengthen the squad yet again this summer.

Dwane Sports Ltd, a company owned by the Al Qadi family continue to financially commit themselves in supporting the Club and still foresee a bright future for Bristol Rovers Football Club.

Whilst some necessary investment has been made at the Memorial Stadium, Dwane Colony Ltd (a subsidiary of Dwane Sports Ltd) completed the acquisition of a 29 acre site in Almondsbury in February 2017 to provide the Club with its own training facilities and it is projected that this will be open for the first day of preseason training in 2019.

The owners' intentions are to continue to improve amenities and facilities for all spectators. If the Club is to progress to the Championship and beyond, it is essential it has an arena that assists in improved revenue streams for the benefit of the Club and all concerned.

Concluding but not least, I would as always like to thank all our supporters for their valued commitment during the year and also not forgetting our owners and our loyal staff for all their hard work during the past twelve months. Finally, I should like to record my gratitude to my co-directors, Wael Al Qadi, Ken Masters and Mike Turner, for all their support.

S C Hamer
Chairman

Date 24/2/2018

Directors' Report
For the year ended 30 June 2017

The directors present their report and the financial statements for the year ended 30 June 2017.

Directors' responsibilities statement

The directors are responsible for preparing the Directors' Report and the consolidated 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 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'. 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 the group and of the profit or loss of the group for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the group's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 the group and to 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Principal activity

The principle activities of the group are that of a professional football league club and the operation of a sports stadium.

Business review

The Chairman's statement includes a review of the development of the business during the year, its position at the year end and likely future developments.

Financial instruments

The directors have reviewed the financial risk management objectives and policies of the company. They do not believe there to be significant risks in this area. The company does not enter into hedging instruments as there are not believed to be any material exposures. It does not enter into any financial instruments for speculative purposes.

Price risk, credit risk, liquidity risk and cash flow risk

Appropriate trade terms are negotiated with suppliers and customers. Management reviews these terms, the relationship with suppliers and customers and manages any exposure on normal trade terms. The company prepares regular forecasts of cash flow and liquidity and any requirements for additional funding is managed by the directors on a needs basis.

Directors' Report (continued)
For the year ended 30 June 2017

Results and dividends

The consolidated loss for the year, after taxation, amounted to £3,046,563 (2016: loss £2,942,381).

Going concern

In assessing the appropriateness of the going concern assumption the directors have prepared a detailed cash flow forecast covering a period of 2017/18 and 2018/19 football seasons and have considered reasonably foreseeable material uncertainties in relation to income and costs.

The forecast has been prepared on the basis that the Club remains in League 1 and indicate, based on reliably expected working capital forecasts and expectations for availability of future external finance as required from time to time, the Club can meet its liabilities as they fall due.

The Club relies on the continued support of the Al Qadi family, through the ultimate holding company Dwane Sports Limited, for its day to day funding and funds its working capital requirements through a facility provided by Dwane Sports Limited that is repayable only at such time the Club is in a position to repay the outstanding loans.

Mr H Al Qadi has confirmed his intention to maintain this support for a period of at least 12 months from the signing of these accounts.

Directors

The directors who served during the year were:

W Al Qadi
S C Hamer
K A W Masters
B Seymour-Smith (resigned 19 October 2017)
M W Turner (appointed 21 July 2016)
L Atkins (resigned 21 November 2016)

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

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

Directors' Report (continued)

For the year ended 30 June 2017

Post balance sheet events

Per the terms within the sale agreement of Bristol Rovers (1883) Limited to Dwane Sports Limited, a proportionate amount of £722,912 was paid to the previous shareholders in relation to their outstanding principal loans of £930,016 within other creditors.

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

S C Hamer
Director

Date: 24/2/2018

Grant Thornton

Independent Auditor's Report to the Members of Bristol Rovers (1883) Limited

Opinion

We have audited the financial statements of Bristol Rovers (1883) Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 June 2017, which comprise the group Statement of Comprehensive Income, the group and company Statements of Financial Position, the group Statement of Cash Flows, the group and company Statement of Changes in Equity and the related notes, 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 of the parent company's affairs as at 30 June 2017 and of the group's 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.

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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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.

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.

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 directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's or the parent 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.

Grant Thornton

Independent Auditor's Report to the Members of Bristol Rovers (1883) Limited (continued)

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 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.

Opinion on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by the Companies Act 2006

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

Matters on which we are required to report by exception

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 accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Grant Thornton

Independent Auditor's Report to the Members of Bristol Rovers (1883) Limited (continued)

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement on page 3, 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditors' 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.

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. The description forms part of our auditor's report.

Timothy Lincoln BA ACA (Senior Statutory Auditor)
for and on behalf of
Grant Thornton UK LLP
Chartered Accountants
Statutory Auditor
Bristol
Date: 26 February 2018.

Consolidated Statement of Comprehensive Income

For the year ended 30 June 2017

	Note	2017 £	2016 £
Turnover	4	**6,226,859**	4,740,293
Operating expenditure		**(9,233,692)**	(7,938,531)
Gross loss		**(3,006,833)**	(3,198,238)
Donation from support organisations		**51,501**	50,000
Amortisation of players	7	**(97,122)**	(56,195)
Operating loss	7	**(3,052,454)**	(3,204,433)
Net compensation for loss of youth players		**-**	90,000
Profit on sale of players		**327,218**	-
Loss on ordinary activities before interest		**(2,725,236)**	(3,114,433)
Interest receivable and similar income	11	**-**	607,731
Interest payable and expenses	12	**(321,327)**	(435,679)
Loss on ordinary activities before taxation		**(3,046,563)**	(2,942,381)
Tax on loss	13	**-**	-
Loss for the financial year		**(3,046,563)**	(2,942,381)
Loss for the year attributable to:			
Owners of the parent company		**(3,046,563)**	(2,942,381)
		(3,046,563)	(2,942,381)

There were no recognised gains and losses for 2017 or 2016 other than those included in the Statement of Comprehensive Income.

There was no other comprehensive income for 2017 (2016: £Nil).

The notes on pages 16 to 38 form part of these financial statements.

Bristol Rovers (1883) Limited
Registered number:04501223

Consolidated Statement of Financial Position

As at 30 June 2017

	Note		2017 £		2016 £
Fixed assets					
Intangible assets	15		**296,755**		35,253
Tangible assets	16		**2,496,160**		3,251,343
			2,792,915		3,286,596
Current assets					
Stocks	20	**66,316**		52,442	
Debtors: amounts falling due within one year	21	**601,465**		361,503	
Cash at bank and in hand	22	**9,360**		213,593	
		677,141		627,538	
Creditors: amounts falling due within one year	23	**(13,314,745)**		(10,731,253)	
Net current liabilities			**(12,637,604)**		(10,103,715)
Total assets less current liabilities			**(9,844,689)**		(6,817,119)
Creditors: amounts falling due after more than one year	24		**(25,979)**		(27,666)
Provisions for liabilities					
Net liabilities			**(9,870,668)**		(6,844,785)
Capital and reserves					
Called up share capital	28		**818,817**		818,065
Share premium account	29		**4,805,322**		4,785,394
Capital redemption reserve	29		**1,193,574**		1,193,574
Profit and loss account	29		**(16,688,381)**		(13,641,818)
Equity attributable to owners of the parent company			**(9,870,668)**		(6,844,785)

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

S C Hamer
Director

Date: 24/1/2018

The notes on pages 16 to 38 form part of these financial statements.

Bristol Rovers (1883) Limited
Registered number:04501223

Company Statement of Financial Position

As at 30 June 2017

	Note		2017 £		2016 £
Fixed assets					
Tangible assets	16		**39,956**		906,199
Investments	17		**725,462**		725,462
Investment property	19		**11,100,000**		11,100,000
			11,865,418		12,731,661
Current assets					
Debtors: amounts falling due within one year	21	**7,598,085**		6,434,919	
Cash at bank and in hand	22	**15**		18,024	
		7,598,100		6,452,943	
Creditors: amounts falling due within one year	23	**(11,389,092)**		(9,385,525)	
Net current liabilities			**(3,790,992)**		(2,932,582)
Total assets less current liabilities			**8,074,426**		9,799,079
Creditors: amounts falling due after more than one year	24		**(25,979)**		(26,218)
Deferred taxation	27		**(214,269)**		(516,885)
Net assets			**7,834,178**		9,255,976
Capital and reserves					
Called up share capital	28		**818,817**		818,065
Share premium account	29		**4,805,322**		4,785,394
Capital redemption reserve	29		**372,000**		372,000
Profit and loss account brought forward		**3,280,517**		4,867,784	
Loss for the year		**(1,442,478)**		(1,587,267)	
Profit and loss account carried forward			**1,838,039**		3,280,517
			7,834,178		9,255,976

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

S C Hamer
Director

Date: 24/1/2018

The notes on pages 16 to 38 form part of these financial statements.

Consolidated Statement of Changes in Equity

For the year ended 30 June 2017

	Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 July 2016	818,065	4,785,394	1,193,574	(13,641,818)	(6,844,785)
Loss for the year	-	-	-	(3,046,563)	(3,046,563)
Total comprehensive income for the year	-	-	-	(3,046,563)	(3,046,563)
Shares issued during the year	752	19,928	-	-	20,680
Total transactions with owners	752	19,928	-	-	20,680
At 30 June 2017	818,817	4,805,322	1,193,574	(16,688,381)	(9,870,668)

Consolidated Statement of Changes in Equity

For the year ended 30 June 2016

	Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 July 2015	816,769	4,751,050	1,173,574	(10,679,437)	(3,938,044)
Loss for the year	-	-	-	(2,942,381)	(2,942,381)
Total comprehensive income for the year	-	-	-	(2,942,381)	(2,942,381)
Shares issued during the year	1,296	34,344	-	-	35,640
Redemption of preference shares	-	-	20,000	(20,000)	-
Total transactions with owners	1,296	34,344	20,000	(20,000)	35,640
At 30 June 2016	818,065	4,785,394	1,193,574	(13,641,818)	(6,844,785)

The notes on pages 16 to 38 form part of these financial statements.

Company Statement of Changes in Equity
For the year ended 30 June 2017

	Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 July 2016	818,065	4,785,394	372,000	3,280,517	9,255,976
Loss for the year	-	-	-	(1,442,478)	(1,442,478)
Total comprehensive income for the year	-	-	-	(1,442,478)	(1,442,478)
Shares issued during the year	752	19,928	-	-	20,680
Total transactions with owners	752	19,928	-	-	20,680
At 30 June 2017	818,817	4,805,322	372,000	1,838,039	7,834,178

Company Statement of Changes in Equity
For the year ended 30 June 2016

	Called up share capital	Share premium account	Capital redemption reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 July 2015	816,769	4,751,050	372,000	4,867,784	10,807,603
Loss for the year	-	-	-	(1,587,267)	(1,587,267)
Total comprehensive income for the year	-	-	-	(1,587,267)	(1,587,267)
Shares issued during the year	1,296	34,344	-	-	35,640
Total transactions with owners	1,296	34,344	-	-	35,640
At 30 June 2016	818,065	4,785,394	372,000	3,280,517	9,255,976

The notes on pages 16 to 38 form part of these financial statements.

Consolidated Statement of Cash Flows
For the year ended 30 June 2017

	2017	2016
	£	£
Cash flows from operating activities		
Loss for the financial year	**(3,046,563)**	(2,942,381)
Adjustments for:		
Amortisation of intangible assets	**97,122**	56,195
Depreciation of tangible assets	**83,903**	30,848
Impairments of fixed assets	**885,991**	2,338,572
Amortisation of grants	**(32,770)**	(6,410)
Interest expense	**321,327**	435,679
Interest received	**-**	(607,731)
Taxation charge	**-**	1,459
(Increase)/decrease in stocks	**(13,874)**	-
(Increase) in debtors	**(239,962)**	(82,618)
Increase in creditors	**997,810**	131,252
Loss on disposal of tangible assets	**30,333**	-
Profit on sale of players	**(327,218)**	-
Net cash generated from operating activities	**(1,243,901)**	(645,135)
Cash flows from investing activities		
Purchase of intangible fixed assets	**(363,423)**	(66,231)
Sale of intangible assets	**332,017**	12,500
Purchase of tangible fixed assets	**(202,751)**	(1,236,916)
Sale of tangible fixed assets	**-**	40,000
Interest received	**-**	55,745
Associates interest received	**-**	551,986
Net cash from investing activities	**(234,157)**	(642,916)

Consolidated Statement of Cash Flows (continued)

For the year ended 30 June 2017

	2017 £	2016 £
Cash flows from financing activities		
Issue of ordinary shares	**20,680**	35,640
Repayment of loans	**-**	(2,730,548)
Purchase of debenture loans	**-**	476,000
Repayment of debenture loans	**-**	(2,570,621)
Repayment of other loans	**-**	(457,057)
Shares treated as debt - issued	**-**	(20,000)
New loan from group company to finance loan settlement	**-**	6,211,355
Interest expense	**(321,327)**	(435,679)
Loan advance	**1,397,014**	964,882
Net cash used in financing activities	**1,096,367**	1,473,972
Net (decrease)/increase in cash and cash equivalents	**(381,691)**	185,921
Cash and cash equivalents at beginning of year	**213,593**	27,672
Cash and cash equivalents at the end of year	**(168,098)**	213,593
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	**9,360**	213,593
Bank overdrafts	**(177,458)**	-
	(168,098)	213,593

Notes to the Financial Statements
For the year ended 30 June 2017

1. General information

Bristol Rovers (1883) Limited is a company limited by shares incorporated in England and Wales. The company's registered office is The Memorial Stadium, Filton Avenue, Horfield, Bristol, BS7 0BF.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires group management to exercise judgement in applying the group's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the company and its own subsidiaries ("the group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Statement of Financial Position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated Statement of Comprehensive Income from the date on which control is obtained. They are deconsolidated from the date control ceases.

2.3 Going concern

The Consolidated Statement of Financial Position discloses net liabilities of £9,870,668 (2016: £6,844,785). Notwithstanding the net liabilities, the financial statements have been prepared on the going concern basis which assumes the company will continue in operational existence for the foreseeable future. The company relies on the continued support of the Al Qadi family for its day to day funding and funds its working capital requirements through a facility provided by Dwane Sports Limited, a company owned by the Al Qadi family, that is not repayable within 12 months from these accounts. Subsequent to the year end this has extended to a £15 million facility of which £8.6 million was drawn down by year end.

Mr H Al Qadi has confirmed his intention to maintain support for a period of at least twelve months from the signing of these accounts.

On the basis above the directors consider it appropriate to prepare the financial statements on a going concern basis.

Notes to the Financial Statements
For the year ended 30 June 2017

2. Accounting policies (continued)

2.4 Turnover

Turnover is the total amount receivable by the group for goods supplied and services provided, excluding VAT and trade discounts. Gate, season tickets and other matchday revenue is recognised over the period of the football season as matches are played. Sponsorship and similar commercial income is recognised over the duration of the respective contracts. The fixed element of the broadcasting revenues is recognised over the duration of the football season, whilst facility fees for live coverage or highlights are taken when earned. Payments received from the Football League are recognised over the period of the football season to which payments relate.

2.5 Intangible assets

The group capitalises as an intangible asset the element of a player's transfer fee which relates to his registration together with associated costs and amortises that element over the period of his contract. No provision is made for the value of the players developed within the group.

2.6 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property	- Indefinite
Plant and machinery	- 5% to 20%
Motor vehicles	- 20% to 33%
Computer equipment	- 33%
Assets under construction	- Depreciated once available for use

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Consolidated Statement of Comprehensive Income.

Notes to the Financial Statements
For the year ended 30 June 2017

2. Accounting policies (continued)

2.7 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

2.8 Investment property

Investment property is carried at fair value determined annually by external valuers and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. No depreciation is provided. Changes in fair value are recognised in the Statement of Comprehensive Income.

The above policy is only applicable to Bristol Rovers (1883) Limited company only accounts.

2.9 Stocks

Stocks are stated at the lower of cost and net realisable value.

2.10 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.

2.11 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the group's cash management.

Notes to the Financial Statements
For the year ended 30 June 2017

2. Accounting policies (continued)

2.12 Financial instruments

The group only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Investments in non-convertible preference shares and in non-puttable ordinary and preference shares are measured:

- at fair value with changes recognised in the Consolidated Statement of Comprehensive Income if the shares are publicly traded or their fair value can otherwise be measured reliably;
- at cost less impairment for all other investments.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Consolidated Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the group would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.13 Creditors

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

Notes to the Financial Statements
For the year ended 30 June 2017

2. Accounting policies (continued)

2.14 Employees' Contracts

Provision is made for all liabilities in respect of employees' contracts signed before the reporting date.

2.15 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to the Consolidated Statement of Comprehensive Income at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Consolidated Statement of Comprehensive Income in the same period as the related expenditure.

2.16 Finance costs

Finance costs are charged to the Consolidated Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.17 Operating leases: the group as lessee

Rentals paid under operating leases are charged to the Consolidated Statement of Comprehensive Income on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

The group has taken advantage of the optional exemption available on transition to FRS 102 which allows lease incentives on leases entered into before the date of transition to the standard 01 July 2015 to continue to be charged over the period to the first market rent review rather than the term of the lease.

2.18 Pensions

Defined Contribution Scheme

The pension costs charged against profits represent the amount of the contributions payable to the scheme in respect of the accounting period.

2.19 Interest income

Interest income is recognised in the Consolidated Statement of Comprehensive Income using the effective interest method.

2.20 Borrowing costs

All borrowing costs are recognised in the Consolidated Statement of Comprehensive Income in the year in which they are incurred.

Notes to the Financial Statements
For the year ended 30 June 2017

2. Accounting policies (continued)

2.21 Taxation

Tax is recognised in the Consolidated Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company and the group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.22 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the group but are presented separately due to their size or incidence.

Notes to the Financial Statements

For the year ended 30 June 2017

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

The preparation of financial statements requires management to make estimates and judgements that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenditure during the reported period. The estimates and associated judgements are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about the carrying values of assets and liabilities that are not readily apparent from other sources.

Adjustments to accounting estimates are recognised in the period in which the estimate is revised if the change affects only that period or in the period of the revision and subsequent periods if both periods are affected.

The following are management judgements in applying the accounting policies of the group that have the most significant effect on the financial statements.

Impairment of non-financial assets and goodwill
In assessing impairment, management estimates the recoverable amount of each asset based on expected future cash flows and uses an interest rate to discount them. Scenario analysis is also performed, whereby the discount rate is made larger through using a smaller growth rate, hence, a worst case scenario value in use can be determined. The worst case scenario is used for assessing the indication of asset impairment. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate

Useful lives of depreciable assets
Management reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technological obsolescence that may change the utility of certain tangible assets.

Fair value measurement
Management uses valuation techniques to determine the fair value of financial instruments. Management bases its assumptions on observable data. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date. The estimates and underlying judgements are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Valuation of investment properties
Investment properties are carried at fair value through the company's profit or loss. This requires an estimation of the fair value of the investment property annually. Management use valuation experts to determine the fair value of the assets based on a depreciated replacement cost model with regards to residual value.

Notes to the Financial Statements
For the year ended 30 June 2017

4. Turnover

An analysis of turnover by class of business is as follows:

	2017 £	2016 £
Football receipts	**3,977,366**	2,813,839
Other receipts	**2,249,493**	1,926,454
	6,226,859	4,740,293

All turnover arose within the United Kingdom.

5. Operating expenditure

	2017 £	2016 £
Players and staff costs	**5,047,138**	3,601,892
Match and ground expenses	**1,516,358**	1,056,043
Administrative expenses	**1,176,007**	385,840
Products purchased for resale	**577,865**	556,184
Exceptional cost - Impairment of tangible fixed assets	**916,324**	2,338,572
	9,233,692	7,938,531

6. Other operating income

	2017 £	2016 £
Donations from support organisations	**51,501**	50,000
Profit on sale of players	**327,218**	-
Net compensation for loss of youth players	**-**	90,000

Notes to the Financial Statements
For the year ended 30 June 2017

7. Operating loss

The operating loss is stated after charging:

	2017	2016
	£	£
Depreciation of tangible fixed assets	**83,903**	30,848
Impairment of tangible fixed assets	**916,324**	2,338,572
Amortisation of intangible assets	**97,122**	56,195
Operating lease rentals: Land and Buildings	**84,140**	60,525
Other operating lease rentals	**65,513**	12,796
Grants credited	**(32,770)**	(6,410)

8. Auditor's remuneration

	2017	2016
	£	£
Fees payable to the group's auditor and its associates for the audit of the group's annual financial statements	**39,100**	34,000

Fees payable to the group's auditor and its associates in respect of:

	2017	2016
Audit-related assurance services	**27,800**	19,000
Taxation compliance services	**7,500**	9,500
Non-audit services	**3,800**	5,500
	39,100	34,000

Notes to the Financial Statements
For the year ended 30 June 2017

9. Employees

Staff costs, including directors' remuneration, were as follows:

	2017	2016
	£	£
Wages and salaries	4,619,926	3,251,672
Social security costs	407,852	288,501
Cost of defined contribution scheme	19,360	61,719
	5,047,138	3,601,892

The average monthly number of employees, including the directors, during the year was as follows:

	2017	2016
	No.	No.
Playing staff	45	45
Management and administration staff	30	23
Commercial staff	9	7
Centre of Excellence	31	24
Bar/catering staff	53	47
Matchday Stewards	59	70
	227	216

10. Directors' remuneration

	2017	2016
	£	£
Directors' emoluments	71,627	15,870
Company contributions to defined contribution pension schemes	436	98
	72,063	15,968

During the year retirement benefits were accruing to 1 director (2016: 1) in respect of defined contribution pension schemes.

Notes to the Financial Statements

For the year ended 30 June 2017

11. Interest receivable

	2017 £	2016 £
Redemption of finance charge on shares classified as financial liabilities	-	55,745
Interest waived on loans and bonds	-	551,986
	-	607,731

12. Interest payable and similar charges

	2017 £	2016 £
Loan interest payable	**311,139**	434,771
Finance charge on shares classified as financial liabilities	-	908
Hire purchase interest payable	**10,188**	-
	321,327	435,679

13. Taxation

	2017 £	2016 £
Current tax on profits for the year	-	-
Total current tax	-	-
Origination and reversal of timing differences	-	-
Total deferred tax	-	-
Taxation on profit on ordinary activities	-	-

Unrelieved tax losses of £8,400,165 (2016: £7,431,087) remain available to offset against future taxable trading profits. Deferred tax assets unrecognised amounted to £1,457,311 (2016: £1,531,408).

13. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2016: the same as) the standard rate of corporation tax in the UK of 19% (2016: 20%). The differences are explained below:

	2017 £	2016 £
Loss on ordinary activities before tax	**(3,046,563)**	(2,942,381)
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.75% (2016: 20%)	**(600,479)**	(588,476)
Effects of:		
Expenses not deductible for tax purposes	**17,113**	10,727
Depreciation in excess of capital allowances	**417,494**	4,585
Adjust opening deferred tax to average rate	**(127,992)**	-
Adjust closing deferred tax to average rate	**235,800**	-
Non-taxable income	-	(11,149)
Capital gains/(losses)	**(83,274)**	-
Deferred tax not recognised	**141,338**	584,313
Total tax charge for the year	-	-

14. Parent company loss for the year

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements. The loss after tax of the parent company for the year was £1,442,478 (2016: loss £1,587,267).

Notes to the Financial Statements
For the year ended 30 June 2017

15. Intangible assets

Group and Company

	Players	Goodwill	Total
	£	£	£
Cost			
At 1 July 2016	103,680	38,069	141,749
Additions	363,423	-	363,423
Disposals	(55,850)	-	(55,850)
At 30 June 2017	411,253	38,069	449,322
Amortisation			
At 1 July 2016	68,427	38,069	106,496
Charge for the year	97,122	-	97,122
On disposals	(51,051)	-	(51,051)
At 30 June 2017	114,498	38,069	152,567
Net book value			
At 30 June 2017	296,755	-	296,755
At 30 June 2016	35,253	-	35,253

Notes to the Financial Statements

For the year ended 30 June 2017

16. Tangible fixed assets

Group

	Plant, equipment & motor vehicles £	Freehold property and improvements £	Assets under construction £	Total £
Cost or valuation				
At 1 July 2016	687,966	2,776,573	3,238,132	6,702,671
Additions	77,467	150,813	16,763	245,043
Disposals	-	-	(30,333)	(30,333)
At 30 June 2017	765,433	2,927,386	3,224,562	6,917,381
Depreciation				
At 1 July 2016	657,416	455,340	2,338,572	3,451,328
Charge for the year on owned assets	19,539	64,364	-	83,903
Impairment charge	-	-	885,990	885,990
At 30 June 2017	676,955	519,704	3,224,562	4,421,221
Net book value				
At 30 June 2017	88,478	2,407,682	-	2,496,160
At 30 June 2016	30,550	2,321,233	899,560	3,251,343

The net book value of plant and machinery held under Hire Purchase is £38,415 (2016: £Nil).

Notes to the Financial Statements
For the year ended 30 June 2017

16. Tangible fixed assets (continued)

Company

	Plant and machinery £	Assets under construction £	Total £
Cost or valuation			
At 1 July 2016	475,998	3,238,132	3,714,130
Additions	41,907	16,763	58,670
Disposals	-	(30,333)	(30,333)
At 30 June 2017	517,905	3,224,562	3,742,467
Depreciation			
At 1 July 2016	469,359	2,338,572	2,807,931
Charge for the year on owned assets	8,590	-	8,590
Impairment charge	-	885,990	885,990
At 30 June 2017	477,949	3,224,562	3,702,511
Net book value			
At 30 June 2017	39,956	-	39,956
At 30 June 2016	6,639	899,560	906,199

The net book value of plant and machinery held under Hire Purchase is £38,415 (2016: £Nil).

The impairment charge of £885,990 and disposal of £30,333 relates to the write off of legal and professional costs previously capitalised for the UWE stadium development plan. The stadium development plan was abandoned and therefore all associated previously capitalised costs relating to consultancy and legal and professional costs will no longer result in economic benefits flowing to the company and therefore have been written off to the profit and loss account.

Notes to the Financial Statements

For the year ended 30 June 2017

17. Fixed asset investments

Company

	Investments in subsidiary companies £
Cost or valuation	
At 1 July 2016	725,462
At 30 June 2017	725,462
Net book value	
At 30 June 2017	725,462
At 30 June 2016	725,462

18. Subsidiary undertakings

The following were subsidiary undertakings of the company:

Name	Class of shares	Holding	Principal activity
Bristol Rovers Football Club Limited	Ordinary	100 %	Professional football league club and the operation of a sports stadium
The Memorial Stadium Company Limited	Ordinary	100 %	Sports stadium leasing & catering facilities provision (dormant)
Filton Avenue Guarantee Company Limited	Ordinary	100 %	Stadium development (dormant)
Filton Avenue Developments Limited	Ordinary	100 %	Stadium development (dormant)
The Memorial Stadium Development Company Limited	Ordinary	100 %	Stadium development (dormant)

The Memorial Stadium Company Limited's shares are held by Bristol Rovers Football Club Limited.

19. Investment property

Group

Investment property is used by Bristol Rovers Football Club Limited and therefore is reclassified to tangible fixed assets on consolidation.

If the Investment property had been accounted for under the historic cost accounting rules, the properties would have been measured at £3,101,131. This consists of land and buildings that are fully depreciated.

Company

	Freehold investment property £
Valuation	
At 1 July 2016	11,100,000
At 30 June 2017	**11,100,000**

The latest valuation was performed by Jones Lang LaSalle on 23 March 2017. The fair valuation was based on the depreciated replacement cost model with regards to residual value in line with FRS 102.

20. Stocks

	Group 2017 £	Group 2016 £	**Company 2017 £**	Company 2016 £
Finished goods and goods for resale	**66,316**	52,442	**-**	-

21. Debtors

	Group 2017 £	Group 2016 £	**Company 2017 £**	Company 2016 £
Trade debtors	**90,700**	149,287	**-**	5,883
Amounts owed by group undertakings	**-**	-	**7,468,296**	6,412,689
Other debtors	**249,794**	78,595	**5,982**	16,347
Prepayments and accrued income	**260,971**	133,621	**123,807**	
	601,465	361,503	**7,598,085**	6,434,919

Notes to the Financial Statements

For the year ended 30 June 2017

22. Cash and cash equivalents

	Group 2017	Group 2016	**Company 2017**	Company 2016
	£	£	**£**	£
Cash at bank and in hand	**9,360**	213,593	**15**	18,024
Less: bank overdrafts	**(177,458)**	-	**-**	-
	(168,098)	213,593	**15**	18,024

23. Creditors: Amounts falling due within one year

	Group 2017	Group 2016	**Company 2017**	Company 2016
	£	£	**£**	£
Bank overdrafts	**177,458**	-	**-**	-
Payments received on account	**1,374,128**	1,395,016	**-**	-
Trade creditors	**355,441**	286,162	**98,145**	106,851
Amounts owed to group undertakings	**8,573,251**	7,176,237	**9,240,063**	7,843,049
Other taxation and social security	**201,117**	220,517	**-**	-
Obligations under finance lease and hire purchase contracts	**16,313**	-	**16,313**	-
Other creditors	**1,275,519**	1,003,745	**930,717**	930,717
Accruals and deferred income	**1,003,570**	306,524	**767,354**	166,753
Other deferred income: grant	**1,448**	6,552	**-**	1,655
Share capital treated as debt	**336,500**	336,500	**336,500**	336,500
	13,314,745	10,731,253	**11,389,092**	9,385,525

The amounts owed to group undertakings represents a loan between Bristol Rovers (1883) Limited and the ultimate parent Dwane Sports Limited. The facility is secured over the Memorial Stadium.

24. Creditors: Amounts falling due after more than one year

	Group 2017	Group 2016	**Company 2017**	Company 2016
	£	£	**£**	£
Net obligations under finance leases and hire purchase contracts	**25,979**	-	**25,979**	-
Deferred income: grants	**-**	27,666	**-**	26,218
	25,979	27,666	**25,979**	26,218

25. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

	Group 2017 £
In one year or less	**16,313**
Between two and five years	**25,979**
	42,292

26. Financial instruments

	Group 2017 £	Group 2016 £	Company 2017 £	Company 2016 £
Financial assets				
Financial assets measured at fair value through profit or loss	**9,360**	213,593	**15**	18,024
Financial assets measured at amortised cost	**340,494**	227,882	**7,474,278**	6,434,919
	349,854	441,475	**7,474,293**	6,452,943
Financial liabilities				
Financial liabilities measured at amortised cost	**(11,747,718)**	(9,109,168)	**(10,294,903)**	(9,383,870)

Financial assets measured at fair value through profit or loss comprise cash at bank and in hand.

Financial assets measured at amortised cost comprise trade debtors, other debtors and amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise trade creditors, amounts owed to group undertakings, accruals and deferred income, shares classified as financial liabilities and other creditors.

Notes to the Financial Statements
For the year ended 30 June 2017

27. Deferred taxation

Group

The group does not recognise any deferred taxation.

Company

	2017 £
At beginning of year	(516,885)
Charged to profit or loss	302,616
At end of year	**(214,269)**

Deferred taxation relates to the treatment of the Memorial Stadium as an investment property within the company.

Notes to the Financial Statements

For the year ended 30 June 2017

28. Share capital

	2017 £	2016 £
Shares classified as equity		
Allotted, called up and fully paid		
8,188,170 (2016: 8,180,650) Ordinary shares of £0.10 each	**818,817**	818,065

	2017 £	2016 £
Shares classified as debt		
Allotted, called up and fully paid		
135,500 'A' preference shares of £1 each	**135,500**	135,500
41,000 'B' preference shares of £1 each	**41,000**	41,000
160,000 'C' preference shares of £1 each	**160,000**	160,000
	336,500	336,500

Allotments during the year:
During the year the company issued 7520 ordinary shares at a premium of £2.65.

Preference shares
A, B and C preference shares carry an entitlement to a fixed cumulative dividend at 3%, 2.5% and 2% above the base rate respectively. A, B and C preference shares may be redeemed on or after the 3rd, 2nd and 1st anniversaries of issue respectively. Holders of preference shares have no entitlement to vote, Preference shareholders have the right, on a winding-up, to receive repayment of capital in priority to ordinary shareholders.

The cumulative redeemable preference shares are non-equity shares which carry an entitlement to a dividend at a yearly rate of 9% in The Memorial Stadium Company Limited. Holders of preference shares are not entitled to a vote. Preference shareholders have the right on a winding-up to receive, in priority to any other class of shares, the sum of the nominal amount plus any premium paid for the shares together with any arrears of a dividend. 20,000 of these shares were redeemed on 11 February 2016 for £21,000 (being £20,000 of principle and £1,000 in respect of unpaid dividends).

29. Reserves

Share premium account
Includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

Capital redemption reserve
Includes all redemptions of non-equity shares.

Profit and loss account
Includes all current and prior period retained profits and losses.

30. Contingent liabilities

The group may receive, under transfer agreements, further amounts for players already sold dependent on whether these players are sold on again for a profit. No reliable estimate can be made on the likelihood of these players being transferred or their potential transfer values.

The group and the company have, under transfer agreements, a liability to pay additional sums dependent on players' attainment and any subsequent transfer value. No provision has been made in these accounts for such liabilities and no reliable estimates can be made of any subsequent transfer values.

31. Capital commitments

The group and the company had capital commitments of £Nil at 30 June 2017 (30 June 2016: £Nil).

32. Pension commitments

The group operates a defined contribution pension scheme for the benefit of employees. The assets of the scheme are administered by trustees in a fund independent from those of the group.

The group has in the past contributed to The Football League Limited Pension and Life Assurance Scheme, a defined contribution pension scheme operated on behalf of all league clubs.

33. Commitments under operating leases

At 30 June 2017 the group and the company had future minimum lease payments under non-cancellable operating leases as follows:

	Group 2017 £	Group 2016 £
In one year or less	**94,525**	85,819
Between two and five years	**307,208**	29,667
	401,733	115,486

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For the year ended 30 June 2017

34. Related party transactions

The group has a revolving credit facility of £8,573,250 (2016: £7,176,237) at the year end with Dwane Sports Limited, a related party by virtue of its controlling shareholding.

S Al Qadi is a director and shareholder of Dwane Sports Limited. During the year sales of £Nil (2016: £8,560) were made to companies in which S Al Qadi is a director. At the year end £Nil (2016: £Nil) was held in debtors.

H Al Qadi is a director and shareholder of Dwane Sports Limited. During the year sales of £492 (2016: £Nil) were made to H Al Qadi. At the year end £Nil (2016: £Nil) was held in debtors.

S Hamer is a director of the company. During the year purchases of £37,943 (2016: £4,626) were made by companies in which S Hamer is a director. At the year end £37,943 (2016: £Nil) was held in creditors.

W Al Qadi is a director of the company. During the year sales of £1,367 (2016: £Nil) were made to W Al Qadi. At the year end £Nil (2016: £Nil) was held in debtors.

M W Turner is a director of the company. During the year purchases of £97,295 (2016: £Nil) were made to Taylor Wessing LLP in which M W Turner is a partner. At the year end £37,967 (2016: £Nil) was held in creditors.

Dwane Colony Limited is a subsidiary of Dwane Sports Limited, the ultimate parent of this company. During the year, Bristol Rovers Foorball Club Limited made purchases of £127,566 (2016: £Nil) on behalf of Dwane Colony Limited. At the year end £127,566 (2016: Nil) was held in debtors.

35. Controlling party

The ultimate parent undertaking of this company is Dwane Sports Limited, incorporated in Jersey, by virtue of its holding 92.6% of the ordinary shares of Bristol Rovers (1883) Limited.

The directors consider that there is no single controlling related party.