

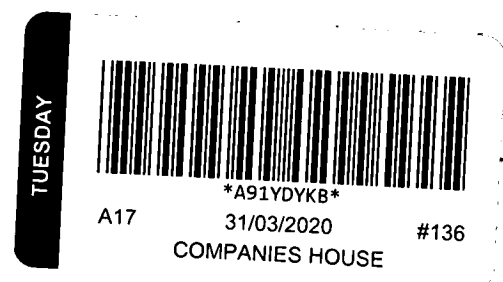
**Southampton Girls and Women's Football
Club Limited (formerly St Mary's Property
Holdings Limited)**

Annual Report and Financial Statements

Year Ended

30 June 2019

Company Number 06951723



Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)

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Company Information

Directors	T Steele D Thomas
Company secretary	T Greenwell
Registered number	06951723
Registered office	St Mary's Stadium Britannia Road Southampton Hampshire SO14 5FP
Independent auditors	BDO LLP Arcadia House Maritime Walk Ocean Village Southampton SO14 3TL

Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)

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Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)

Directors' Report For the Year Ended 30 June 2019

The directors present their report and the financial statements for the year ended 30 June 2019.

St Mary's Property Holdings Limited was renamed to Southampton Girls & Women's Football Club Limited during the year, and although currently dormant, the intention is to transfer the Girls & Women's Programme activity current residing in Southampton Football Club Limited, the parent company hereafter referred to as "the Club", to this company in the near future.

Directors' responsibilities statement

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 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 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 for the company's financial statements and then apply them consistently;
- make judgments 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 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors

The directors who served during the year were:

T Steele
D Thomas

Disclosure of information to auditors

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

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

Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)

Directors' Report (continued)
For the Year Ended 30 June 2019


Auditors

The auditors, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

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


.....
T Steele
Director
Date: 09.03.20

Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)

Independent Auditors' Report to the member of Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)

Opinion

We have audited the financial statements of Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited) ("the Company") for the year ended 30 June 2019 which comprise the Statement of Financial Position and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including 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 Company's affairs as at 30 June 2019 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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 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.

Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)

Independent Auditors' Report to the member of Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited) (continued)

Other information

The Directors are responsible for the other information. The other information comprises the information included in this Annual Report and Financial Statements, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

We have nothing to report in respect of the following matters 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a Strategic report.

Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)

Independent Auditors' Report to the member of Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited) (continued)

Responsibilities of directors

The Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

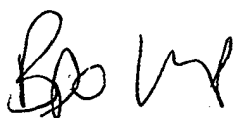
Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

This report is made solely to the Company's member 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 member 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 member for our audit work, for this report, or for the opinions we have formed.



Malcolm Thixton (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
Southampton
United Kingdom

9/3/20

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)
Registered number:06951723


Statement of Financial Position
As at 30 June 2019

	Note	2019 £	2018 £
Current assets			
Debtors	5	430,033	430,033
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	6	1	1
Profit and loss account		430,032	430,032
		<hr/>	<hr/>
		430,033	430,033
		<hr/> <hr/>	<hr/> <hr/>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The Company did not trade during the current year and the preceding year and accordingly no Statement of Comprehensive Income has been prepared. The Company has not received any income, incurred any expense or recognised any other gains or losses during the current or preceding year.

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



T Steele
 Director
 Date: 09.03.20

The notes on pages 7 to 8 form part of these financial statements.

Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)

Notes to the Financial Statements For the Year Ended 30 June 2019

1. Accounting policies

1.1 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 Section 1A of 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 management to exercise judgment in applying the company's accounting policies (see note 2).

The following principal accounting policies have been applied:

1.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Lander Sports (UK) International Investment Co., Ltd ("the Group") as at 30 June 2019 and these financial statements may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

1.3 Going concern

The Company's activities are inextricably linked to the Club and other group companies. The Group has adequate borrowing facilities in place to finance Group operations over the next twelve months. Accordingly, the directors consider it appropriate to prepare the financial statements on a going concern basis.

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

In preparing these financial statements, the directors believe there are no significant judgements used in applying accounting policies or key sources of estimation uncertainty.

3. Auditors' remuneration

The auditors are remunerated by a fellow subsidiary of Lander Sports (UK) International Investment Co., Ltd. The total audit fee for the Group, of which Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited) is a member, amounted to £36,740 (2018: £44,000).

Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited)

Notes to the Financial Statements For the Year Ended 30 June 2019

4. Directors' remuneration

No directors received any remuneration for their services as a director of the Company in the current or the preceding years and it is not practicable to allocate emoluments for other services from other group companies.

5. Debtors

	2019 £	2018 £
Amounts owed by group undertakings	<u>430,033</u>	<u>430,033</u>

6. Share capital

	2019 £	2018 £
Allotted, called up and fully paid		
1 Ordinary share of £1.00	<u>1</u>	<u>1</u>

7. Related party transactions

The Company is a wholly owned subsidiary of Lander Sports (UK) International Investment Co., Ltd and has taken advantage of the exemption conferred by FRS102 not to disclose transactions with Lander Sports (UK) International Investment Co., Ltd or other wholly owned subsidiaries within the Group.

8. Ultimate parent undertaking and controlling party

On 30 January 2019, Southampton Football Club Limited acquired the entire share capital of Southampton Girls and Women's Football Club Limited (formerly St Mary's Property Holdings Limited) as part of a group reorganisation and it became the immediate parent company, having previously been St Mary's Football Group Limited.

The smallest group in which the results of the Company are consolidated is that headed by St Mary's Football Group Limited, incorporated in Great Britain. The consolidated accounts of this company are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

The largest group in which the results of the Company are consolidated is that headed by Southampton Football Sports Development Co., Limited, which is incorporated in the British Virgin Islands.

The directors consider the ultimate controlling party to be Mr J. Gao.