

Report of the Directors and
Financial Statements for the Year Ended 31 May 2022
for
Bath City Football Club Limited

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for the Year Ended 31 May 2022

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Bath City Football Club Limited

Company Information
for the Year Ended 31 May 2022

DIRECTORS:

S L Morgan
A Pierce
J Reynolds
P Williams
J Bickley
N Blofeld
C Bradley
P J Headington
J Jones

SECRETARY:

P Williams

REGISTERED OFFICE:

Twerton Park
Twerton
Bath
Avon
BA2 1DB

REGISTERED NUMBER:

00176565 (England and Wales)

AUDITORS:

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

Report of the Directors
for the Year Ended 31 May 2022

The directors present their report with the financial statements of the company for the year ended 31 May 2022.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 June 2021 to the date of this report.

S L Morgan
A Pierce
J Reynolds
P Williams
J Bickley
N Blofeld
C Bradley

Other changes in directors holding office are as follows:

M Falk - resigned 22 November 2021
P J Headington - appointed 8 February 2022

J Jones was appointed as a director after 31 May 2022 but prior to the date of this report.

J Saunders ceased to be a director after 31 May 2022 but prior to the date of this report.

GOING CONCERN

The directors have considered the going concern basis of the Company in light of current events affecting the economy within the United Kingdom, and the current status of the Company's external financing arrangements. The directors have considered all aspects of the Company's business when looking at the going concern status.

The finance facilities in place were due to mature in May 2023. Whilst the majority of the loans have been extended for a further 12 months to 31 May 2024, the Company is reliant upon the support of the lenders to not seek repayment of amounts loaned unless the Company has sufficient funds available to do so.

The directors have produced cashflow forecasts for the next 12 months that show a further cash outflow for that period, leaving little headroom in banking facilities. The directors have considered cost saving measures and regularly review financial position of the Company in order to determine which cost saving measures should be implemented and when.

The Company has net current liabilities and net liabilities at the year end, along with recurring losses, with further losses projected. Notwithstanding this, the directors believe the company has adequate working resources for the next twelve months, along with planned cost saving measures to enable the Company to continue operating for the foreseeable future and meet its day-to-day operating liabilities as they fall due. Therefore, on this expectation, the directors conclude the going concern basis is appropriate.

However, the directors note that due to the uncertainty regarding the future payment of loans as they fall due, there exists a material uncertainty that would result in the going concern basis being inappropriate should the lenders no longer defer the repayment of loans. In this instance, the Company might not be able to realise its assets and discharge its liabilities in the normal course of business.

Report of the Directors
for the Year Ended 31 May 2022

**STATEMENT OF
DIRECTORS'
RESPONSIBILITIES**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

select suitable

accounting
policies and then
apply them
consistently;
make
judgements and
accounting
estimates that
are reasonable
and prudent;
prepare the
financial
statements on
the going
concern basis
-unless it is
inappropriate to
presume that
the company will
continue in
business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

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

AUDITORS

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

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

SIGNED BY ORDER OF THE DIRECTORS:

P Williams - Secretary

25 May 2023

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Opinion

We have audited the financial statements of Bath City Football Club Limited (the 'company') for the year ended 31 May 2022 which comprise the Income Statement, Balance Sheet and 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 31 May 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 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.

Material uncertainty relating to going concern

We draw attention to note 2 in the financial statements, which indicates that the Company's ability to meet its liabilities as they fall due is dependent upon loans granted to the company not being called when they fall due. As stated in note 2, these events or conditions, along with other matters as set forth in note 2 indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other information

The directors are responsible for the other information. The other information comprises the information in the Report of the Directors, but does not include the financial statements and our Report of the Auditors 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 this gives rise to a material misstatement in the financial statements themselves. 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors 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 Report of the Directors.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, 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 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.

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 a Report of the Auditors 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.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

The objectives of our audit in respect of fraud, are; to identify and assess the risks of material misstatement of the financial statements due to fraud; to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses to those assessed risks; and to respond appropriately to instances of fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both management and those charged with governance of the company.

Our approach was as follows:

We obtained an understanding of the legal and regulatory requirements applicable to the company and considered that the most significant are the Companies Act 2006, International Financial Reporting Standards, and UK taxation legislation.

We obtained an understanding of how the company complies with these requirements by discussions with management and those charged with governance.

We assessed the risk of material misstatement of the financial statements, including the risk of material misstatement due to fraud and how it might occur, by holding discussions with management and those charged with governance.

We inquired of management and those charged with governance as to any known instances of non-compliance or suspected non-compliance with laws and regulations.

Based on this understanding, we designed specific appropriate audit procedures to identify instances of non-compliance with laws and regulations. This included making enquiries of management and those charged with governance and obtaining additional corroborative evidence as required.

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. This description forms part of our Report of the Auditors.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

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

26 May 2023

Income Statement
for the Year Ended 31 May 2022

	Notes	31.5.22 £	31.5.21 £
TURNOVER		727,822	410,718
Cost of sales		<u>73,973</u>	<u>17,364</u>
GROSS PROFIT		653,849	393,354
Administrative expenses		<u>793,715</u> (139,866)	<u>619,507</u> (226,153)
Other operating income		<u>56,930</u>	<u>259,252</u>
OPERATING (LOSS)/PROFIT	4	(82,936)	33,099
Interest receivable and similar income		<u>84</u> (82,852)	<u>79</u> 33,178
Interest payable and similar expenses		<u>2,838</u>	<u>1,930</u>
(LOSS)/PROFIT BEFORE TAXATION		(85,690)	31,248
Tax on (loss)/profit		<u>-</u>	<u>-</u>
(LOSS)/PROFIT FOR THE FINANCIAL YEAR		<u>(85,690)</u>	<u>31,248</u>

The notes form part of these financial statements

Balance Sheet
31 May 2022

	Notes	31.5.22 £	£	31.5.21 £	£
FIXED ASSETS					
Tangible assets	5		333,420		387,838
CURRENT ASSETS					
Stocks		3,670		2,467	
Debtors	6	44,517		25,721	
Cash at bank and in hand		<u>78,458</u>		<u>140,456</u>	
		126,645		168,644	
CREDITORS					
Amounts falling due within one year	7	<u>207,814</u>		<u>145,034</u>	
NET CURRENT (LIABILITIES)/ASSETS			(81,169)		23,610
TOTAL ASSETS LESS CURRENT LIABILITIES			252,251		411,448
CREDITORS					
Amounts falling due after more than one year	8		1,150,797		1,224,304
NET LIABILITIES			<u>(898,546)</u>		<u>(812,856)</u>
CAPITAL AND RESERVES					
Called up share capital			800,000		800,000
Revaluation reserve	9		231,742		231,742
Retained earnings			<u>(1,930,288)</u>		<u>(1,844,598)</u>
SHAREHOLDERS' FUNDS			<u>(898,546)</u>		<u>(812,856)</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board of Directors and authorised for issue on 25 May 2023 and were signed on its behalf by:

P Williams - Director

Notes to the Financial Statements
for the Year Ended 31 May 2022

1. **STATUTORY INFORMATION**

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

2. **ACCOUNTING POLICIES**

Basis of preparing the financial statements

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

Going concern

The directors have considered the going concern basis of the Company in light of current events affecting the economy within the United Kingdom, and the current status of the Company's external financing arrangements. The directors have considered all aspects of the Company's business when looking at the going concern status.

The finance facilities in place were due to mature in May 2023. Whilst the majority of the loans have been extended for a further 12 months to 31 May 2024, the Company is reliant upon the support of the lenders to not seek repayment of amounts loaned unless the Company has sufficient funds available to do so.

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However, the directors note that due to the uncertainty regarding the future payment of loans as they fall due, there exists a material uncertainty that would result in the going concern basis being inappropriate should the lenders no longer defer the repayment of loans. In this instance, the Company might not be able to realise its assets and discharge its liabilities in the normal course of business.

Turnover

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

Notes to the Financial Statements - continued
for the Year Ended 31 May 2022

2. **ACCOUNTING POLICIES - continued**

Fixed assets

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

Depreciation

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

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

Stocks

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

Pension costs and other post-retirement benefits

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

3. **EMPLOYEES AND DIRECTORS**

The average number of employees during the year was 25 (2021 - 26) .

4. **OPERATING (LOSS)/PROFIT**

The operating loss (2021 - operating profit) is stated after charging:

	31.5.22	31.5.21
	£	£
Depreciation - owned assets	12,394	20,868
Loss on disposal of fixed assets	<u>46,199</u>	<u>379</u>

Notes to the Financial Statements - continued
for the Year Ended 31 May 2022

5. TANGIBLE FIXED ASSETS

	Freehold property £	Fixtures and fittings £	Totals £
COST			
At 1 June 2021	566,945	123,567	690,512
Additions	-	4,175	4,175
Disposals	(45,225)	(2,715)	(47,940)
At 31 May 2022	<u>521,720</u>	<u>125,027</u>	<u>646,747</u>
DEPRECIATION			
At 1 June 2021	188,803	113,871	302,674
Charge for year	10,434	1,960	12,394
Eliminated on disposal	-	(1,741)	(1,741)
At 31 May 2022	<u>199,237</u>	<u>114,090</u>	<u>313,327</u>
NET BOOK VALUE			
At 31 May 2022	<u>322,483</u>	<u>10,937</u>	<u>333,420</u>
At 31 May 2021	<u>378,142</u>	<u>9,696</u>	<u>387,838</u>

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

The disposal during the year of £45,225 relates to legal fees capitalised in relation to the proposed development of the land at Twerton Park with Greenacre (Twerton Park) Limited. As this development is no longer proceeding the value previously capitalised has been written off in the year.

6. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.5.22 £	31.5.21 £
Trade debtors	14,250	15,041
Other debtors	<u>30,267</u>	<u>10,680</u>
	<u>44,517</u>	<u>25,721</u>

Notes to the Financial Statements - continued
for the Year Ended 31 May 2022

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

	31.5.22	31.5.21
	£	£
Bank loans and overdrafts	16,964	-
Trade creditors	24,591	14,433
Taxation and social security	36,243	7,204
Other creditors	<u>130,016</u>	<u>123,397</u>
	<u>207,814</u>	<u>145,034</u>

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

	31.5.22	31.5.21
	£	£
Bank loans	64,500	48,478
Other creditors	<u>1,086,297</u>	<u>1,175,826</u>
	<u>1,150,797</u>	<u>1,224,304</u>

Amounts falling due in more than five years:

Repayable by instalments		
Bank loans more 5 yr by instal	<u>17,937</u>	<u>-</u>

The bank loan of £36,461 from National Westminster Bank is secured over the freehold property.

Other creditors of £1,072,486 (2021 £1,055,486) are secured by a fixed and floating charge against the freehold property and undertakings of the company.

9. **RESERVES**

	Revaluation reserve £
At 1 June 2021 and 31 May 2022	<u>231,742</u>

10. **ULTIMATE CONTROLLING PARTY**

The company was under the control of Bath City Supporters Society Limited during the year.

Notes to the Financial Statements - continued
for the Year Ended 31 May 2022

11. TRANSACTIONS WITH THE DIRECTORS

Included in sales are £450 (2021: £450) made to A J M Pet Products Limited, £3,590 (2021: £1,000) made to J Reynolds (Western) Limited, £150 (2021: £Nil) made to Anthem Publishing Limited, and £1,421 (2021: £1,500) made to The Bart Ingredients Co. Limited. There were no balances outstanding at the year end. Included in creditors at the year end is a loan from Bath City Supporters Society for £74,302 (2021: £74,302).

The companies are related by way of directors, S Morgan, N Blofeld, J Bickley, J Saunders, P Headington, (Bath City Supporters Society) J Reynolds (J Reynolds (Western) Limited), J Bickley (Anthem Publishing Limited), A Pierce (A J M Pet Products Limited) and M Falk (The Bart Ingredients Co. Limited).

The loan account balances of current directors, at the year end were: A Pierce £225,250 (2021: £220,000), P Williams £225,250 (2021: £220,000), J Reynolds £63,695 (2021: £56,195), J Bickley £5,000 (2021: £nil). No interest was charged on the loans.

There were also donations made by directors in the year being A Pierce £1,625 (2021: £250), J Reynolds £300 (2021: £nil), J Saunders £nil (2021: £250) and C Bradley £nil (2021: £250).

12. SUBSEQUENT EVENTS

Loans of £1,072,486 were due to be repaid on 5 May 2023. Since the year end, agreement has been reached with the loan creditors for £1,017,486 of this loan to extend the repayment date by twelve months, with repayment due on 31 May 2024.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.