

COMPANY REGISTRATION NO 04764828

AFCW STADIUM LIMITED

REPORT AND FINANCIAL STATEMENTS

FOR THE

YEAR ENDED 30 JUNE 2014

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COMPANIES HOUSE

**AFCW STADIUM LIMITED**

**DIRECTORS**

I H Heller  
J E Samuelson

**SECRETARY**

W D Charles

**AUDITORS**

BDO LLP  
55 Baker Street  
London W1U 7EU

**REGISTERED OFFICE**

The Cherry Red Records Stadium  
Jack Goodchild Way  
422a Kingston Road  
Kingston Upon Thames  
Surrey  
KT1 3PB

**AFCW STADIUM LIMITED**  
**COMPANY REGISTRATION NUMBER 04764828**  
**DIRECTORS' REPORT**

The directors present their report and financial statements for the year ended 30 June 2014

**Principal activities and business review**

The principal activities of the company during the year continue to be the ownership of the long leasehold property at The Cherry Red Records Stadium, the home ground of AFC Wimbledon. The results for the year and the financial position of the company were considered satisfactory by the directors.

**Director and their interests**

The directors who served the company during the year were as follows:

I H Heller  
J E Samuelson

**Directors' responsibilities**

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have 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.

**Auditors**

The auditors, BDO LLP, are deemed to be reappointed under section 485 of the Companies Act 2006.

**AFCW STADIUM LIMITED**  
**DIRECTORS' REPORT (continued)**

**Directors' responsibilities to the auditors**

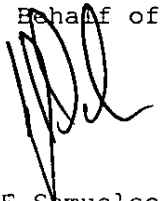
Each of the directors at the date of approval of this report confirms that

- so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware and
- the directors have taken all reasonable steps that they ought to have taken as directors to make themselves aware of any relevant audit information and to establish that the company's auditors were aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

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

On Behalf of the Board



J E Samuelson  
Director  
12 November 2014

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF AFCW STADIUM LIMITED**

We have audited the financial statements of AFCW Stadium Limited for the year ended 30 June 2013 which comprise the profit and loss account, the balance sheet, the cash flow statement and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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

### **Respective responsibilities of directors and auditors**

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the FRC's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### **Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 30 June 2013 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.

### **Opinion on other matters prescribed by the Companies Act 2006**

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

### **Matters on which we are required to report by exception**

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

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

- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit.
- The directors were not entitled to prepare the directors' report in accordance with the small companies regime

*BDO LLP*

*Ian Clayden (senior statutory auditor)  
For and on behalf of BDO LLP, statutory auditor  
London  
12 November 2014*

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

**AFCW STADIUM LIMITED**  
**PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 30 JUNE 2014**

	Note	2014 £	2013 £
<b>Turnover</b>	2	60,000	60,000
Administrative expenses		49,855	50,043
		<hr/>	<hr/>
<b>Operating profit</b>	3	10,145	9,957
Interest payable	7,9	24,698	28,885
		<hr/>	<hr/>
<b>Loss on ordinary activities before taxation</b>		(14,553)	(18,928)
Taxation	5	-	-
		<hr/>	<hr/>
<b>Loss for the year transferred from reserves</b>	11	(14,553)	(18,928)
		<hr/>	<hr/>

All the above results relate to continuing operations.


There were no gains or losses in either year other than those included in the above profit and loss account. There were no differences between the losses calculated on the historical cost basis and the losses set out on this page.

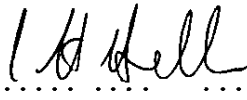
The notes on pages 8 to 12 form part of these financial statements.

**AFCW STADIUM LIMITED**  
**BALANCE SHEET AS AT 30 JUNE 2014**

	Note	2014 £	2013 £
<b>Fixed assets</b>			
Tangible assets	6	1,942,766	1,992,583
<b>Current Assets</b>			
Cash at Bank and in hand	-		125,000
<b>Creditors: Amounts falling due within one year</b>	7	1,775,041	1,877,265
<b>Net current liabilities</b>		(1,775,041)	(1,752,265)
<b>Total assets less current liabilities</b>		167,725	240,318
<b>Creditors Amounts falling due after more than one year</b>	8	472,273	530,313
<b>Net liabilities</b>		(304,548)	(289,995)
<b>Capital and reserves</b>			
Called up share capital	10	1	1
Profit and loss account	11	(304,549)	(289,996)
<b>Shareholders' deficit</b>	12	(304,548)	(289,995)

The accounts were approved on behalf of the board and authorised for issue on 4 November 2014

  
.....  
J E Samuelson - Director  
12 November 2014

  
.....  
I Heller - Director

Company registration number 04764828

The notes on pages 8 to 12 form part of these financial statements.



**AFCW STADIUM LIMITED**  
**CASH FLOWS STATEMENT**  
**FOR THE YEAR ENDED 30 JUNE 2014**

	Note	2014 £	2013 £
<b>Net cash inflow/(outflow) from operating activities</b>	14	59,962	59,771
<b>Servicing of finance</b>			
Interest paid		24,698	28,885
		<u>(24,698)</u>	<u>(28,885)</u>
<b>Financing</b>			
Bank loan repayment		(56,422)	(59,497)
(Repayment)/ Receipt of Group undertaking loan		(103,842)	(146,389)
		<u>(160,264)</u>	<u>(205,886)</u>
<b>(Decrease)/increase in cash</b>	15	<u>(125,000)</u>	<u>(175,000)</u>

The notes on pages 8 to 12 form part of these financial statements

**AFCW STADIUM LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 JUNE 2014**

**1 Accounting policies**

**a) Accounting basis**

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

**b) Going concern**

The directors have considered their forecast cash flow requirements and made appropriate enquiries of its parent undertaking including with regard to their continuing financial support, and consider that it is appropriate to draw up the financial statements on a going concern basis. The financial statements do not include any adjustments that would result if the going concern basis of preparation were to become no longer appropriate

**c) Turnover**

Turnover represents rentals from stadium tenancies

**d) Depreciation**

Depreciation on fixed assets is provided at rates calculated to write off the cost less estimated residual value of each asset evenly over its expected useful life as follows

Long leasehold property - Lesser of period of lease or 50 years

**e) Deferred taxation**

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

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

Deferred tax assets are recognised only to the extent that, on the basis of the available evidence, the group expects to make sufficient taxable profits in the future to allow the underlying timing differences to reverse.

**2 Turnover**

	2014	2013
	£	£
Ground rentals	<u>60,000</u>	<u>60,000</u>

**AFCW STADIUM LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 JUNE 2014**

**3 Operating profit**

	2014	2013
	£	£
Is stated after charging:		
Depreciation	<u>49,817</u>	<u>49,814</u>

Auditors' remuneration is borne by a fellow subsidiary, AFC Wimbledon Limited

- 4 The Company has no employees other than Directors, who did not receive any remuneration in the year (2012-£nil)

The Directors' remuneration is borne by a fellow subsidiary, AFC Wimbledon Ltd

**5 Taxation**

	2014	2013
	£	£
a) Tax on loss on ordinary activities		
UK Corporation Tax (note 5b)	-	-

b) Factors affecting current tax charge

The tax assessed on the loss on ordinary activities for the year differs from the standard rate of UK corporation tax of 20% (2013 20%) The differences are reconciled below

	2014	2013
	£	£
Loss on ordinary activities before taxation	(14,553)	(18,928)
Loss on ordinary activities @ 20% (2013-20%)	(2,910)	(3,786)
Depreciation in excess of capital allowances	9,963	9,963
Group relief	(7,053)	(6,177)
Total UK Corporation Tax (note 5a)	-	-

c) Deferred Taxation

The deferred tax asset of £31,180 (2013 - £28,350) arising due to capital allowances in advance of depreciation has not been recognised in the accounts, as on available evidence it does not meet the FRS 19 recognition criteria

**AFCW STADIUM LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 JUNE 2014**

**6 Tangible assets**

	Long Leasehold Property
Cost	£
At 30 June 2013	<u>2,490,723</u>
At 30 June 2014	<u>2,490,723</u>
Depreciation	
At 30 June 2013	498,140
Charge for the year	<u>49,817</u>
At 30 June 2014	<u>547,957</u>
Net book value	
At 30 June 2014	<u>1,942,766</u>
At 30 June 2013	<u>1,992,583</u>

**7 Creditors** Amounts falling due within one year

	2014	2013
	£	£
Bank loan - secured (note 9)	58,084	56,465
Amount due to immediate parent company	1,603,500	1,603,500
Amount due to group company	112,957	216,800
Accruals	<u>500</u>	<u>500</u>
	<u>1,775,041</u>	<u>1,877,265</u>

Of the amount due to the immediate parent company, £291,312 (2013-£291,312) attracts interest at an average rate of 4% Interest paid on this balance in the year amounts to £7,921 (2013-£10,385) The entire balance is repayable on demand Amounts due to other group companies are interest free and repayable on demand

**8 Creditors.** Amounts falling due after more than one year

	2014	2013
	£	£
Bank loan - secured (note 9)	<u>472,273</u>	<u>530,313</u>

**AFCW STADIUM LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 JUNE 2014**

**9 Bank loan**

	2014	2013
Amount repayable	£	£
Within one year	<u>58,084</u>	<u>56,465</u>
In more than 1 year but not more than 2 years	59,850	58,182
In more than 2 years but not more than 5 years	<u>190,697</u>	<u>185,382</u>
	250,547	243,564
In more than five years	<u>221,725</u>	<u>286,749</u>
Total due in over one year	<u>472,272</u>	<u>530,313</u>
Total bank loan	<u>530,356</u>	<u>586,778</u>

The bank loan is secured by way of a legal mortgage over the long leasehold property and is repayable by monthly instalments ending in September 2022.

Interest is charged at base rate plus 2.5% and the interest charged during the year was £16,779. (2013-£18,502)

**10 Called up share capital**

	2014	2013
Authorised	£	£
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Called up, allotted and fully paid:		
1 Ordinary share of £1 each	<u>1</u>	<u>1</u>

**11 Reserves - profit and loss account**

	2014	2013
	£	£
At start of the financial year	(289,996)	(271,068)
Loss for the financial year	<u>(14,553)</u>	<u>(18,928)</u>
At end of the financial year	<u>(304,549)</u>	<u>(289,996)</u>

**12 Reconciliation of movement in shareholders' deficit**

	2014	2013
	£	£
Opening shareholders' deficit	(289,995)	(271,067)
Loss for the financial year	<u>(14,553)</u>	<u>(18,928)</u>
Closing shareholders' deficit	<u>(304,549)</u>	<u>(289,995)</u>

**AFCW STADIUM LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 JUNE 2014**

**13 Related party transactions**

The company received rent during the year of £60,000(2013-£60,000) from AFC Wimbledon Limited, a subsidiary of Wimbledon Football Club Supporters Society Limited

At the balance sheet date no amount is due from AFC Wimbledon Limited in respect of this transaction. (2013-£nil)

**14 Reconciliation of operating profit to net cash outflow from operating activities**

	2014	2013
	£	£
Operating profit	10,145	9,957
Depreciation	49,817	49,814
Increase in creditors excluding bank loan and amount due to group undertaking	—	—
Net cash inflow/(outflow) from operating activities	<u>59,962</u>	<u>59,771</u>

**15 Analysis of change in net debt**

	At 30 June 2013 £	Cash Flow £	At 30 June 2014 £
Cash	125,000	(125,000)	—
Bank loan	<u>(586,778)</u>	<u>56,422</u>	<u>(530,356)</u>
	(461,778)	(68,578)	(530,356)

**16 Ultimate parent company**

The ultimate parent company is Wimbledon Football Club Supporters Society Limited, a company registered in England under the Industrial and Provident Societies Act 1965-1978

The immediate parent company is AFCW Plc who own 100% of the issued share capital of the company. The consolidated financial statements of AFCW PLC are available to the public and can be obtained from Companies House.