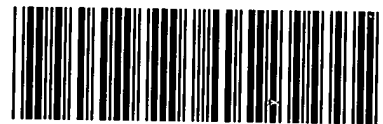


URBAN&CIVIC RUGBY (MEMBER) LIMITED
FINANCIAL STATEMENTS
30 SEPTEMBER 2014

TUESDAY



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COMPANIES HOUSE

URBAN&CIVIC RUGBY (MEMBER) LIMITED

FINANCIAL STATEMENTS

PERIOD FROM 25 MARCH 2014 TO 30 SEPTEMBER 2014

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URBAN&CIVIC RUGBY (MEMBER) LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

J M Austen
R E Butler
W N Hugill
P A J Leech
J D Scott

Company secretary

Terrace Hill (Secretaries) Limited

Registered office

50 New Bond Street
London
W1S 1BJ

Auditor

BDO LLP
55 Baker Street
London
W1U 7EU

URBAN&CIVIC RUGBY (MEMBER) LIMITED

DIRECTORS' REPORT

PERIOD FROM 25 MARCH 2014 TO 30 SEPTEMBER 2014

The directors present their report and the financial statements of the company for the period from 25 March 2014 to 30 September 2014.

INCORPORATION

The company was incorporated on 25 March 2014 and began trading from that date.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of an investment company.

DIRECTORS

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

J M Austen
R E Butler
W N Hugill
P A J Leech
J D Scott
A W Dixon
M Tagliaferri

J M Austen was appointed as a director on 22 May 2014.
R E Butler was appointed as a director on 25 March 2014.
W N Hugill was appointed as a director on 25 March 2014.
P A J Leech was appointed as a director on 22 May 2014.
J D Scott was appointed as a director on 14 April 2014.
A W Dixon was appointed as a director on 25 March 2014.
M Tagliaferri was appointed as a director on 25 March 2014.

A W Dixon resigned as a director on 22 May 2014.
M Tagliaferri resigned as a director on 22 May 2014.

The company has granted an indemnity to its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

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 period. 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:

URBAN&CIVIC RUGBY (MEMBER) LIMITED

DIRECTORS' REPORT *(continued)*

PERIOD FROM 25 MARCH 2014 TO 30 SEPTEMBER 2014

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

AUDITOR

BDO LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

Each of the persons who is a director at the date of approval of this report confirm that:

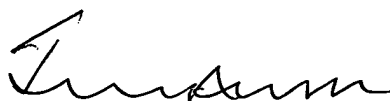
- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Registered office:
50 New Bond Street
London
W1S 1BJ

Signed by order of the directors



TERRACE HILL (SECRETARIES)
LIMITED
Company Secretary

Approved by the directors on 30 June 2015

URBAN&CIVIC RUGBY (MEMBER) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF URBAN&CIVIC RUGBY (MEMBER) LIMITED

PERIOD FROM 25 MARCH 2014 TO 30 SEPTEMBER 2014

We have audited the financial statements of Urban&Civic Rugby (Member) Limited for the period from 25 March 2014 to 30 September 2014 which comprise the Profit and Loss Account, Balance Sheet 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 shareholders, 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 shareholders 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 shareholders 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.

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

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 September 2014 and of its result for the period 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 MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

URBAN&CIVIC RUGBY (MEMBER) LIMITED


INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF URBAN&CIVIC RUGBY (MEMBER) LIMITED *(continued)*

PERIOD FROM 25 MARCH 2014 TO 30 SEPTEMBER 2014

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; or
- the directors were not entitled to prepare the directors' report in accordance with the small companies regime and were exempt from the requirement to prepare a strategic report.



RUSSELL FIELD (Senior Statutory Auditor)
For and on behalf of BDO LLP
55 Baker Street
London
W1U 7EU

30 June 2015

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

URBAN&CIVIC RUGBY (MEMBER) LIMITED

PROFIT AND LOSS ACCOUNT

PERIOD FROM 25 MARCH 2014 TO 30 SEPTEMBER 2014

	Note	Period from 25 Mar 14 to 30 Sep 14 £
TURNOVER		—
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		—
Tax on profit on ordinary activities		—
PROFIT FOR THE FINANCIAL PERIOD		—

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the period as set out above.

The notes on pages 8 to 9 form part of these financial statements.

URBAN&CIVIC RUGBY (MEMBER) LIMITED

BALANCE SHEET

30 SEPTEMBER 2014

	Note	£	30 Sep 14 £
FIXED ASSETS			
Investments	4		238,060
CURRENT ASSETS			
Debtors	5	1	
CREDITORS: Amounts falling due within one year	6	<u>238,060</u>	
NET CURRENT LIABILITIES			<u>(238,059)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>1</u>
CAPITAL AND RESERVES			
Called-up equity share capital	8		<u>1</u>
SHAREHOLDERS' FUNDS	9		<u>1</u>

These accounts were approved by the directors and authorised for issue on 30 June 2015, and are signed on their behalf by:



J M AUSTEN
Director

Company Registration Number: 08958574

The notes on pages 8 to 9 form part of these financial statements.

URBAN&CIVIC RUGBY (MEMBER) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 25 MARCH 2014 TO 30 SEPTEMBER 2014

1. ACCOUNTING POLICIES

Basis of accounting

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

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

2. OPERATING PROFIT

Operating profit is stated after crediting:

	Period from 25 Mar 14 to 30 Sep 14 £
Directors' remuneration	—
Auditor's remuneration is paid by the ultimate parent company.	—

3. PARTICULARS OF EMPLOYEES

There were no employees other than the directors, during the period.

4. INVESTMENTS

	Investments in joint venture £
COST	
Additions	238,110
At 30 September 2014	<u>238,110</u>
LOANS	
Advanced in period	(50)
At 30 September 2014	<u>(50)</u>
NET BOOK VALUE	
At 30 September 2014	<u>238,060</u>

URBAN&CIVIC RUGBY (MEMBER) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 25 MARCH 2014 TO 30 SEPTEMBER 2014

5. DEBTORS

	30 Sep 14
	£
Amounts owed by group undertakings	<u>1</u>

6. CREDITORS: Amounts falling due within one year

	30 Sep 14
	£
Amounts owed to group undertakings	<u>238,060</u>

7. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption allowed by Financial Reporting Standard 8, 'Related Party Transactions', not to disclose any transactions with entities that are included in the consolidated financial statements of Urban&Civic Plc and are 100% owned.

8. SHARE CAPITAL

Allotted, called up and fully paid:

	No	£
Ordinary shares of £1 each	<u>1</u>	<u>1</u>

9. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	30 Sep 14
	£
New ordinary share capital subscribed	<u>1</u>
Net addition to shareholders' funds	<u>1</u>
Closing shareholders' funds	<u>1</u>

10. ULTIMATE PARENT COMPANY

The immediate parent company is Urban&Civic Holdings S.à.r.l., a company registered in Luxembourg. The ultimate parent company is Urban&Civic Plc which is registered in Scotland.

Copies of the consolidated financial statements of Urban&Civic Plc are available from the company's registered office.