Registration number: 08800984

LONDON IRISH CONSORTIUM (2013) LTD

Financial Statements

for the Year Ended 30 June 2017

BREBNERS
Chartered Accountants & Statutory Auditor
130 Shaftesbury Avenue
London
W1D 5AR

LONDON IRISH CONSORTIUM (2013) LTD

Contents

LONDON IRISH CONSORTIUM (2013) LTD

Company Information

Directors	M Crossan M Bensted
Registered office	Hazelwood Hazelwood Drive Sunbury on Thames TW16 6QU
Auditors	Brebners Chartered Accountants & Statutory Auditor 130 Shaftesbury Avenue London W1D 5AR

LONDON IRISH CONSORTIUM (2013) LTD

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 of the company

The directors who held office during the year were as follows:

M Crossan

P Cusack (Resigned 28 February 2017)

M Cusack (Resigned 28 March 2017)

M Bensted

Principal activity

The principal activity of the company is that of an investment holding company for a professional rugby club.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

Small companies provision statement

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

Approved by the Board on 23\3\2018 and signed on its behalf by:

Michael Crossan

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M Crossan
Director

Statement of Directors' Responsibilities

The directors acknowledge their responsibilities for preparing the Annual 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 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; and
- 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 and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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.

Independent Auditor's Report to the Members of London Irish Consortium (2013) Ltd for the Year Ended 30 June 2017

Opinion

We have audited the financial statements of London Irish Consortium (2013) Ltd (the 'company') for the year ended 30 June 2017, which comprise the Statement of Income and Retained Earnings, Statement of Financial Position, 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 FRS 102 Section 1A 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (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.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2017 and of its profit 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.

Material uncertainty relating to going concern

We draw attention to note 2 in the financial statements, which indicates that the company remains dependent on the continued financial support of its ultimate controlling party Powerday plc. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern 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 this respect.

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 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.

Opinion on other matter 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 our 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 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' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out 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 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.

Independent Auditor's Report to the Members of London Irish Consortium (2013) Ltd for the Year Ended 30 June 2017

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 auditor's report.

Brebners.
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John Craig (Senior Statutory Auditor)
For and on behalf of Brebners, Statutory Auditor

130 Shaftesbury Avenue
London
W1D 5AR

Date: 27/3/18

LONDON IRISH CONSORTIUM (2013) LTD

Statement of Income and Retained Earnings for the Year Ended 30 June 2017

	Note	2017 £	2016 £
Turnover		-	-
Administrative expenses		(10,558)	(18,066)
Operating loss		**(10,558)**	**(18,066)**
Income from shares in group undertakings		-	266,789
Other interest receivable and similar income		480,824	-
		480,824	266,789
Profit before tax		**470,266**	**248,723**
Profit for the financial year		**470,266**	**248,723**
Retained earnings brought forward		400,797	152,074
Retained earnings carried forward		**871,063**	**400,797**

The notes on pages 9 to 14 form an integral part of these financial statements.

LONDON IRISH CONSORTIUM (2013) LTD

Statement of Financial Position as at 30 June 2017

	Note	2017 £	2016 £
Fixed assets			
Investments	6	4,297,799	4,297,799
Current assets			
Debtors	7	9,024,937	3,930,225
Cash at bank and in hand		232	390
		9,025,169	3,930,615
Creditors: Amounts falling due within one year	8	(10,314,375)	(5,690,087)
Net current liabilities		**(1,289,206)**	**(1,759,472)**
Net assets		**3,008,593**	**2,538,327**
Capital and reserves			
Called up share capital		2,137,530	2,137,530
Profit and loss account		871,063	400,797
Total equity		**3,008,593**	**2,538,327**

These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Approved and authorised by the Board on 23\3\2018 and signed on its behalf by:

Michael Crossan

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M Crossan

Director

Company registration number: 08800984

The notes on pages 9 to 14 form an integral part of these financial statements.

1 GENERAL INFORMATION

The company is a private company limited by share capital incorporated in England and Wales.

The address of its registered office is:
Hazelwood
Hazelwood Drive
Sunbury on Thames
TW16 6QU

The principal activity of the company is that of an investment holding company for a professional rugby club.

2 ACCOUNTING POLICIES

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A - 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

Basis of preparation

These financial statements have been prepared using the historical cost convention except any items disclosed in the accounting policies as being shown at fair value and are presented in sterling, which is the functional currency of the entity.

Going concern

The financial statements have been prepared on a going concern basis which assumes that the company will continue in operational existence for the foreseeable future. In assessing the reasonableness of this assumption the directors have taken into account current trading performance and cash flow forecast of the company for not less than 12 months from the date of approval of these financial statements.

The company remains dependent on the continued financial support of Powerday PLC its ultimate controlling party for the provision of the necessary working capital to continue being able to provide funding to its loss making subsidiaries and as a going concern for not less than 12 months from the date of the audit report. To date the shareholders of Powerday PLC have provided additional working capital as and when required. No formal agreements are in place with regard to levels of committed future funding.

Having made appropriate enquiries of its ultimate controlling party, the Board is confident that taking into account our current trading performance, cash requirements and confirmation regarding the ongoing intention to provide support from the parent company, adequate funding will be made available and that the company will be a going concern for not less than 12 months from the approval of these financial statements. The directors therefore continue to adopt the going concern basis of preparation for these financial statements.

Business combinations

Business combinations are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair values at acquisition date of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquired, plus any costs directly attributable to the business combination. When a business combination agreement provides for an adjustment to the cost of the combination contingent on future events, the group includes the estimated amount of that adjustment in the cost of the combination at the acquisition date if the adjustment is probable and can be measured reliably.

Consolidation

The company was, at the end of the year, a subsidiary of another company incorporated in the EEA and in accordance with Section 400 of the Companies Act 2006, is not required to produce, and has not published, consolidated accounts. The accounts therefore disclose details of the company as an individual undertaking and not its group.

Investments

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Trade and other debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade and other debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

Trade and other creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade and other creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Interest bearing borrowings

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost with any difference between the amount initially recognised and redemption value being recognised in the statement of comprehensive income over the period of the borrowings, together with any interest and fees payable, using the effective interest method.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

Related parties

For the purposes of these financial statements, a party is considered to be related to the company if:

(i) the party has the ability, directly or indirectly, through one or more intermediaries, to control the company or exercise significant influence over the company in making financial and operating policy decisions, or has joint control over the company;
(ii) the company and the party are subject to common control;
(iii) the party is an associate of the company or a joint venture in which the company is a venturer;
(iv) the party is a member of key management personnel of the company or the company's parent, or a close family member of such an individual, or is an entity under the control, joint control or significant influence of such individuals;
(v) the party is a close family member of a party referred to in (i) or is an entity under the control, joint control or significant influence of such individuals;
(vi) the party is a post-employment benefit plan which is for the benefit of employees of the company or of any entity that is a related party of the company; or
(vii) the party, or any member of a group of which it is part, provides key management personnel services to the company or its parent.

Close family members of an individual are those family members who may be expected to influence, or be influenced by, that individual in their dealings with the entity.

3 STAFF NUMBERS

The average number of persons employed by the company (including directors) during the year was nil (2016: nil).

4 AUDITOR'S REMUNERATION

	2017 £	2016 £
Audit of the financial statements	10,000	10,000

5 DIRECTORS' REMUNERATION

	2017 £	2016 £
Remuneration receivable	-	-

Number of directors to whom pension benefits are accruing:

	2017	2016
Money purchase schemes	-	-

6 INVESTMENTS

	2017 £	2016 £
Investments in subsidiaries	4,297,799	4,297,799

Subsidiaries	£
Cost or valuation	
At 1 July 2016	4,297,799
Carrying amount	
At 30 June 2017	4,297,799
At 30 June 2016	4,297,799

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Subsidiary undertakings	Country of incorporation	Class of share	Percentage of shares held
London Irish Holdings Limited	England and Wales	Ordinary Shares	92
London Irish Scottish Richmond Limited	England and Wales	Ordinary Shares	92
London Irish Rugby Football Ground Limited	England and Wales	Ordinary Shares	92

7 DEBTORS

	2017 £	2016 £
Amounts owed by group undertakings	8,938,690	3,930,225
Other debtors	86,247	-
	9,024,937	**3,930,225**

The recoverability of amounts owed by group undertakings is secured upon the Premier Rugby 'P' shares and freehold property held in the undertakings concerned.

8 CREDITORS

	2017 £	2016 £
Due within one year		
Amounts owed to group undertakings	7,665,298	4,287,257
Other creditors	2,649,077	1,402,830
	10,314,375	**5,690,087**

9 SHARE CAPITAL

Allotted, called up and fully paid shares

	2017		2016	
	No.	£	No.	£
Ordinary shares of £0.05 each	42,750,597	2,137,530	42,750,597	2,137,530

10 RESERVES

Profit and loss account - This reserve records retained earnings and accumulated losses.

11 RELATED PARTY TRANSACTIONS

Included within debtors due within one year are amounts of £8,938,690 (2016: £3,930,225) advanced by the company to London Irish Scottish Richmond Limited. Interest amounting to £480,824 (2016: £266,789) was charged on these amounts, and as at 30th June 2017 a total of £8,938,690 remains outstanding. No set repayment terms are in place.

Included within debtors due within one year are amounts of £86,247 (2016: £nil) due from Powerday Plc, the ultimate parent undertaking. No interest was charged on these amounts, and as at 30th June 2017 a total of £86,247 remains outstanding. No set repayment terms are in place.

Included within creditors due within one year are amounts of £7,665,298 (2016: £4,269,298) advanced to the company by Powerday Plc, the ultimate parent undertaking. No interest was charged on these amounts, and as at 30th June 2017 a total of £7,665,298 remains outstanding. No set repayment terms are in place.

Included within creditors due within one year are amounts of £nil (2016: £17,959) advanced to the company by London Irish Holdings Limited. No interest was charged on these amounts, and no set repayment terms were in place.

Included within other creditors due within one year is a balance of £1,972,830 (2016: £1,042,830) advanced to the company by P.F Cusack (Tool Supplies) Limited, of which P Cusack director of London Irish Consortium (2013) Limited is a director and majority shareholder. No interest was charged on these amounts, and no set repayment terms are in place.

12 PARENT AND ULTIMATE PARENT UNDERTAKING

The directors consider the ultimate parent and ultimate controlling undertaking to be Powerday Plc, which is the parent of the largest group of which the company is a member, and for which group financial statements are prepared. The consolidated financial statements of Powerday Plc are available from Companies House, and its registered office is located at 130 Shaftesbury Avenue, 2nd Floor, London, W1D 5EU.