

Registration number: 04187289

Wasps Holdings Limited

(Formerly London Wasps Holdings Limited)

Annual Report and Consolidated Financial Statements

for the Year Ended 30 June 2015

Wasps Holdings Limited

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Wasps Holdings Limited

Company Information

Directors	D J Armstrong R N Dawbarn N J Eastwood R W Gray D A Richardson
Registered office	Twyford Avenue Sports Ground Twyford Avenue London W3 9AQ
Auditors	PricewaterhouseCoopers LLP 1 Kingsway Cardiff CF10 3PW

Wasps Holdings Limited

Chairman's Report for the Year Ended 30 June 2015

The last year has been transformational for Wasps, with the successful acquisition of a new home in Coventry. I would like to take this opportunity to thank all the supporters who have stuck with us and welcome those new to the club. I am pleased that we have now found our home for at least the next 250 years.

I am delighted to be taking on the role of Chairman and thank Mark Rigby for his support and guidance which we will continue to benefit from in his new role as Vice President. Nick Eastwood has been appointed Deputy Chairman alongside Dai Young who continues as Director of Rugby.

With much of the year taken up with the big move to Coventry, settling in to the new environment, and building new links within the community, I am pleased with both the team, that managed a sixth place finish in the premiership and an exciting quarter final against Toulon, and the financial performance of the new Group, which now includes Arena Coventry Limited and IEC Experience Limited.

Having refinanced the Group with the first Public Listed Bond for a rugby club, the Group plan to redefine the traditional rugby model and revolutionise the sport through the new business combinations, pulling together Sport, Business and Entertainment.

This year we also welcome David Armstrong as the new Chief Executive Officer. David arrives with an impressive CV and a determination to re-invigorate the success of Wasps as a club and the Ricoh Arena as a business. David was the Group CFO of Lonrho plc, the pan-African conglomerate and also held senior commercial roles at Diageo plc, Compass Group plc, McArthurGlen and PepsiCo.

I am constructing a Board that will guide the Group with its experience, already including business executives from the City of London, rugby and exhibitions, and which will include Lawrence Dallaglio who has been influential in the history of Wasps and during the move to Coventry.

The Group has achieved an operating loss of £2.4m before exceptional and profit allocation in the year 30 June 2015 on a turnover of over £21.4m in the first half year at the new Arena.

Having moved into the Arena, we have invested in a new Xtragrass pitch for the 2015/16 season and beyond, the surface will provide the professional rugby and football teams an ideal playing surface to promote the highest standard of play. The surface will enable the Group to attract world class games in both rugby and football, once again establishing Coventry as a hub for Sport, Leisure and Entertainment.

The new TV deal with BT for Premiership and European Rugby has enabled the significant investment in the playing squad and support staff. The squad has been bolstered with the addition of the likes of George Smith, Frank Halai, Charles Piutau and Jimmy Gopperth, who bring a wealth of experience, skill and leadership to the team.

Our commercial partners have provided us with the support and profile that has enabled us to extend our brand, with Under Armour, Heineken and Purity all adding to the already strong Group including our Main Partners Land Rover.

I would like to thank everyone involved in our move both on and off the field, from the community to our first team, the Board, Executives and staff of the Group.

All the best for the season ahead.

29 October 2015

.....
D A Richardson
Chairman

Wasps Holdings Limited

Group Chief Executive's Report for the Year Ended 30 June 2015

This is my first Annual Report as the Group Chief Executive of Wasps Holdings Limited ('Wasps') since joining the Company last year and our transformational move to the Ricoh Arena in October 2014. This set of results includes the first five months of the year prior to our move, at Adams Park where we played as a tenant and were losing money. This contributed to the Group operating loss of £2.4m before exceptionals and allocation to non-controlling interests in the year 30 June 2015. Group turnover was £21.4m.

However, the move to Coventry is a defining moment in Wasps' history. The opportunity that we now have following the acquisition is second to none and provides us with financial stability to underpin our sporting ambitions to challenge for honours in both the Aviva Premiership and the European Champions Cup with a solid business model and to cement our unique position as one of the UK's leading multi-purpose venues for business, sport and entertainment.

Our inaugural match at the Ricoh Arena, despite being mid-way through the season, almost quadrupled the attendance we were used to at Adams Park and the team has consistently performed well at our new home, notably against Leinster in the European Champions Cup. The team went on to qualify for the knockout stages and play the three times and eventual winners, Toulon in the quarter finals and we finished the home season playing Leicester in front of a record breaking home crowd of 32,019 attendees. We are pleased that the team achieved our aim of finishing in the top eight, achieving sixth place and only seven points behind third place. This demonstrates the competitiveness of the Premiership which saw the closest finish in a number of years.

The purchase of the Ricoh Arena and Arena Coventry Limited ("ACL") added a number of new revenue streams to the business. Alongside the world-class stadium with a capacity of 32,600, the Ricoh also features:

- One of the UK's largest casinos and a 121 bedroom hotel onsite
- Over 20,000 sqm of flexible event space
- Leading concert venue of 40,500 capacity, hosting some of the world's biggest acts
- 6,000 sqm Jaguar Exhibition Hall - hosting conferences and concerts such as Costa Coffee, Florence and the Machine, and Britain's Got Talent
- 650 retractable seated auditorium
- Three onsite restaurants, five bars and more than 20 retail food and beverage outlets

Since the end of the season we have focused on updating a number of our new facilities including rebranding and upgrading the hotel to a Double Tree by Hilton, extending our strategic partnership with Compass UK and investing in a new, high quality Xtragrass pitch which suits both our team and our tenants, Coventry City Football Club.

The Arena itself stands alone as a business, with the post-acquisition revenue totalling £2.4m in rental income towards the Group total. The hotel provided £1.2m of additional revenue during the year and the conference and exhibitions business, when added to the room hire contributed a further £5.4m to revenue. The capacity for sponsorship and hospitality at Adams Park was limited, with a small percentage of retained match day income, however the addition of the Arena enabled the Group to extend this to £2.6m for the full year.

This year Wasps further redefined the traditional business model of rugby clubs and became the first rugby club to issue a Retail Bond, listed on the London Stock Exchange. The Bond was oversubscribed, raising £35m in just six days. This debt has been used to refinance existing loans and invest in new projects, which are aimed to deliver investor returns and drive the growth of the business.

The Ricoh Arena is now the only leading UK conference and event centre with a resident elite sports team and the combination of the Wasps brand with the Ricoh facilities have created more sponsorship and partnership synergies which together offer multiple opportunities for the growth and development of both. We are already seeing the benefits of this symbiotic relationship through the partners we have attracted since the acquisition was announced.

After an exciting year, we have found somewhere where we can put down roots and build for the future.

Wasps Holdings Limited

Group Chief Executive's Report for the Year Ended 30 June 2015

Financial Highlights

The financial highlights for this year reflect the mid-year acquisition of ACL and IEC which has improved revenue to over the £21m mark.

There are significant exceptional items relating to the Acquisition, Relocation, and Re-financing of the Group. The total of these is £1.9m, detailed later in this report.

Group Highlights

Turnover increased to a record high £21.4m, up by £14.9m (229%) on previous year. Split:

- Wasps: £8.9m; ACL: £2.4m; IEC: £10.1m.

Operating loss before exceptionals and profit allocation reduced from £4m loss (in the year to 30 June 2014) to £2.4m.

Consolidated Senior Debt at 30 June 2015 stood at £30.7m owed to Wasps Finance Plc. All other external third party financing has been repaid.

Cash balance at 30 June 2015 of £12.3m, being used to develop the Hilton conversion, funding new investments and working capital.

Revaluation of the Arena to £48.5m.

Revaluation of the Premier Rugby P shares to £9.7m.

Wasps Highlights

Twice breaking the record average attendance in a home Premiership fixture.

- Average attendance at the new Arena: 19,168 since the move in December 2014, up 116% on the previous year

- Total average attendance of 11,401 (Adams Park and Ricoh Arena combined), up 29% on the previous year.

New partnerships announced including

- Front of Shirt Sponsor: Land Rover.

- Technical Apparel Partner: Under Armour

- Data Partner: EMC

- Nutrition Partner: EQ Nutrition

Sixth placed finish in the Premiership, up from seventh in previous year.

Ticket income up 42% on previous year.

New TV deal with BT for Premiership and European Rugby has enabled the significant investment in the playing squad and support staff

Wasps Holdings Limited

Group Chief Executive's Report for the Year Ended 30 June 2015

ACL Highlights

New 250 year lease from the council for the Ricoh Arena.
Xtragrass pitch installed.
New 15 year Compass venue services agreement.
Railway station construction complete, opening 2015, funded by third parties.
Appointment of Andy Gibb as Managing Director of the Ricoh Arena.

IEC Highlights

New 15 year Compass venue services agreement.
Revenue up 48% year on year since acquisition by Wasps

Commercial Update

The combination of Wasps and the Ricoh Arena has created unique sponsorship and partnership synergies for companies and which has resulted in a number of new partnerships.

During the year, new partnership agreements were finalised with Jaguar Land Rover, Under Armour, Pins and Stripes, Heineken, Purity, Hilton and Compass. The naming rights to the Arena are under negotiation with a number of interested parties and I am confident that we will achieve the desired partnership outcome in the near future.

Our new technical apparel partner Under Armour, a global market leading sportswear brand, will provide the kit for the Wasps squad and as well as supporting our newly, refurbished club shop. A three year deal has been agreed which will provide the footing for an expansion programme to create further Under Armour stores with Wasps branding.

The operation of the new Wasps retail outlet at the Arena (developed in conjunction with Under Armour) has started well with sales in the first month beating the previous five months combined. We are currently considering extending the reach of the Brand to include further retail outlets in the region.

We are especially proud of our partnership with Jaguar Land Rover with its worldwide brand reach and strong local connections. We recently signed a multi-year extension to the current agreement, with the opportunity to extend further.

We also recently announced a new three year deal with Heineken, who are now the provider of lager and cider for the Arena. Heineken will offer super premium product in Heineken lager, premium Amstel lager and Fosters lager. Heineken are a recognised market leader globally, especially in the sporting world and we are delighted to have brought them into the partnership fold on the back of the combined Wasps and Arena business model.

The conversion of the hotel in the Arena to a DoubleTree by Hilton is progressing very well and the opening of the new hotel took place on October 23rd. This has been a major transformational project for the Arena and the new hotel, complete with new bar, restaurants and coffee shop, will become the focal point for all Sports, Business and Entertainment guests in the Arena.

Conference and exhibition business finished the year well, achieving £10m turnover for the initial nine months since acquisition. This year has started well with confirmed bookings up over 15% on 2014/15, tracking with the expected budget for revenue for the forthcoming year.

Wasps Holdings Limited

Group Chief Executive's Report for the Year Ended 30 June 2015

Arena

The Arena enters a new era, having celebrated its ten year anniversary in August 2015. As well as the upgrade of the hotel, we have taken a number of steps to improve the facilities in the short time that we have been at the Arena. Over the summer we have completed the installation of a new Xtragrass pitch, which will provide a world class surface for both rugby and football. The 2014/15 season saw the return of Coventry City Football Club to the Arena with attendances reaching 27,500 for their homecoming game against Gillingham. They have started the new season strongly and we hope that their fans continue to enjoy their experiences at the Arena, to this end we have added a new Fortress access control system, along with reinvigorating the concourse with additional HDTVs and electronic till system, which is linked to IPTV providing electronic pricing boards.

The completion of the NUCKLE project railway station adjacent to the site has been delayed but I'm pleased that it is now expected to open in November 2015, providing further access to the facilities throughout the week and on match days.

Although there was no major concerts in the Arena during the financial year, plans remain to bring concerts back to the Arena (both outdoor and indoor) on a regular basis. We will continue to build our relationships with the local community and Coventry City Council in order to deliver improved attendances whilst attracting new music and entertainment events to Coventry.

In March 2015, Andy Gibb joined Wasps as Managing Director of the Ricoh Arena. He joined from international events company GES (Global Experience Specialists), where he was chief commercial officer. Andy has also previously worked at the NEC and Opex and brings with him a wealth of experience in venues and events.

Training Ground

Plans are progressing well with a new training facility. The design and specification will provide the highest level of quality training facility in professional rugby, whilst providing the local community with elite rugby touch points. We anticipate that the squad will be training at a new facility in the West Midlands from the start of pre-season training for the 2016/17 season.

The transition and relocation of the business remains key, the hard work put in by all the staff to date is very much appreciated. Good luck for the year ahead.

29 October 2015

.....
D J Armstrong
Group Chief Executive

Wasps Holdings Limited

Strategic Report for the Year Ended 30 June 2015

The directors present their strategic report for the year ended 30 June 2015.

Fair review of the business

The Group

Wasps Holdings Limited's ("Company") principal activity is to play Rugby Union in the Aviva Premiership and European cup competition, together with the operation of the newly acquired Ricoh Arena ("Arena") as a Conference and Exhibition venue based in Coventry. The Company acquired a controlling share in Arena Coventry Limited ("ACL") on 8th October 2014, completing the acquisition of a 100% shareholding on 14th November 2014. ACL operates out of the Arena. Arena Coventry Limited owns 77% of IEC Experience Limited ("IEC") and, given the control exercised by the Company, IEC is considered a subsidiary. The Company also owns 100% of Canmango Limited (a dormant company). Collectively the Company and these subsidiaries are referred to as the Group.

The Objective

Our objective is to deliver the highest quality Sport, Business and Entertainment venue in the Midlands. The Company objectives are directly linked with the performance of the Wasps rugby squad on the field of play, and the utilisation of the facilities at the Arena. The squad is based on working strictly within the limits of the Salary Cap, providing elite sports coaches and elite facilities to improve the team performance year on year. The Arena consists of 20,000sqm of flexible event space including a 6,000sqm pillar free indoor arena, 121 room hotel and 80 versatile suites which catered for over 600 individual events during the last 12 months.

The Squad objective for the 2015/16 season is to continue to be competing for honours in the Aviva Premiership and the European Champions Cup, made achievable by bolstering the playing squad with the highest ever investment in the players, coaches and support staff. Combined with the full year effect of being based at the Arena, Wasps will take advantage of the fact that the Company now owns its own ground for the first time in over 18 years which will lead to enhanced revenues and profits.

Key Performance indications ("KPIs")

The Company measures its performance based on both financial and non-financial KPIs. The Company's KPIs are:

- Final league position
- Average attendance at Wasps home fixtures
- Operating profit/loss before exceptional items and allocation to non-controlling interests
- Total event days
- Hotel Rev Par - revenue achieved for the rooms available
- Food and Beverage spend per head (revenue per person in each event)

	Comment	2015	2014
League position	1	6th	7th
Average attendance	2	11,401	8,846
Operating loss before exceptional items and allocation to non-controlling interests (£'000)	3	(2,391)	(4,004)
Total event days *	4	121	18
Hotel Rev Par	5	£36.00	N/A
F&B spend per head	6	£6.80	N/A

*Adams Park in 2013/14, excluding ACL and IEC business in prior year.

Wasps Holdings Limited

Strategic Report for the Year Ended 30 June 2015

Comments

1. League Position – The improvement in the final league position to sixth, ensured European Champions Cup rugby at the Arena in 2015/16. A good run in the inaugural European Champions Cup finished with defeat in the quarter finals against the holders of the previous Heineken Cup and eventual winners, RC Toulon.
2. Average Attendance – Attendance increased with the move to the Arena to an average of 11,401, with the Company breaking their own Premiership Home Attendance record twice (London Irish 28,254 and Leicester 32,019) during the first season. The average whilst at the Arena for the 9 games was 19,165. With a full season at the Arena for 2015/16 the Company expects to increase the season average materially. Higher attendances drive higher match day spending on Food and Beverage and Merchandise.
3. Operating loss before exceptional items and allocation to non-controlling interests – Operational activities required to generate sufficient earnings before interest, tax, minority allocation of profit and exceptional items. Refer to financial performance later in this report.
4. Total Event Days – Represents the number of event days that the Arena is 95% booked out for. The 121 days out of 364 (excluding Christmas day), included over 600 events in the Arena and main halls. The number of events held at the Arena leads to higher revenue opportunity and complementary benefits in each business unit.
5. Hotel Rev Par – Defined as the revenue per room available, this is a standard hotel industry measurement. The higher the number the more revenue per room that is being achieved.
6. Food and Beverage spend per head – Self-explanatory, the higher spend per head on Food and Beverage the higher the revenue and associated profits.

Hospitality – IEC Experience

During the year, the global catering services business Compass Group renewed its agreement with ACL signing an extension to the agreement worth £8m to the Group. The Company and Compass Group UK have now paved the way for a best in class catering, exhibition, conference and hospitality service for visitors to the leisure destination. ACL owns 77% of IEC Experience and considers this a subsidiary within the Group. The contribution to the Group is shown below.

Arena – Arena Coventry and Arena Coventry 2006

Following the acquisition of the Arena the Group extended the lease from 50 years to a new 250 year lease with Coventry City Council. The leasing of other operational space contains new rentals, multi-year renewals and new opportunities; this will combine for a better than anticipated rental yield. The property has been revalued at £48.5m by professional RICS valuers Strutt and Parker LLP.

Rugby – Wasps

The move to the Arena has brought about significant rises in match day revenues; nine of the possible 16 competitive matches played were played at the Arena during the year. The prospect of a full season ahead will bring record turnover, attendances and investment in the playing/coaching squad, whilst strictly adhering to the Salary Cap. Attendance remains a significant KPI for the business. To achieve on average over 19,000 in the first half season at the Arena was beyond the expectations of the Group. The emphasis is now to follow this with continuing momentum in the 2015/16 season, through links with the local community, business and strategic partnerships.

Wasps Holdings Limited

Strategic Report for the Year Ended 30 June 2015

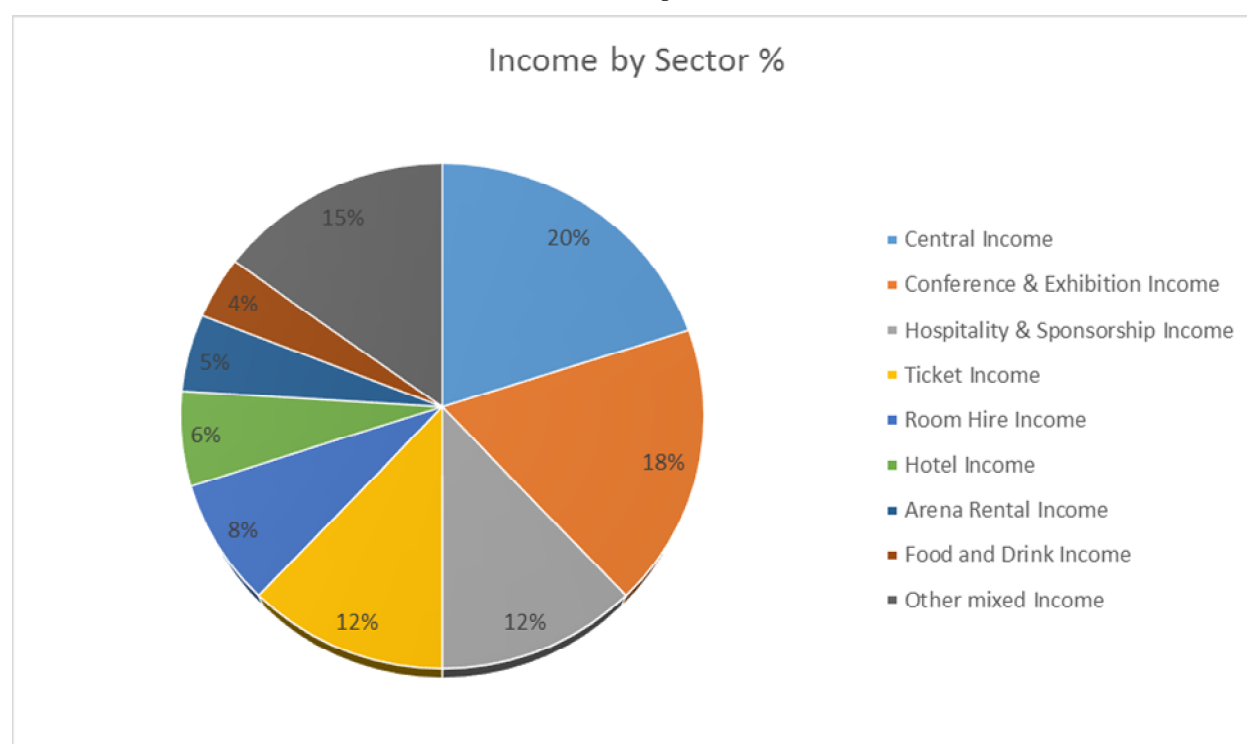
Financial Performance

Summary

The Group generates its income from principally rugby matches, hospitality, sponsorship, central revenues, conferences and exhibitions. The utilisation of the facilities is paramount to the Group. The income generated covers operating costs with the surplus designed to service the interest on the loan from Wasps Finance Plc, building a surplus to continue to invest in new facilities and grow the business.

	2015	2014
	£'m	£'m
Group Income	21.4	6.5
Cost of sales	(16.1)	(8.5)
Administrative expenses	(7.7)	(2.0)
Operating loss before exceptional items and allocation to non-controlling interests	(2.4)	(4.0)
Allocation of profit - Compass	(0.9)	0
Exceptional Costs/Revenue	(1.9)	10.6
Operating (loss)/profit	(5.2)	6.6
Finance costs	(1.1)	(0.3)
Retained (loss)/profit	(6.3)	6.3

The diversification of the Group revenue underpins the stability of the Group, which enables complementary revenue streams to benefit from each event at the Arena. The information below provides an update and demonstrates the diversified income streams within the Group:



Wasps Holdings Limited

Strategic Report for the Year Ended 30 June 2015

Ticket income increased significantly with the move to the Arena, 42% on 2014 and is anticipated to improve further in 2016. Hospitality and Sponsorship also increased 75% with the additional Hospitality space provided at the Arena and the new Land Rover main club partnership deal, which has been extended to 2018, with the option to extend further.

The acquisition of ACL and IEC brought new revenue streams, the Arena Sponsorship, Naming Rights, Rental Income, Food and Drink, Room Hire, Hotel, Conferences and Exhibitions were in line with ACL/IEC expectations, with the naming rights taking priority for renewal negotiations into 2016. The significant portion of other mixed income includes 8% recharges of utility and service costs incurred for conference and exhibition events. Within each of these income streams significant agreements have been specifically reached on pouring rights with Heineken, Purity and Majestic. The work on the conversion of the hotel to a Double Tree by Hilton is on track and the opening under the new brand took place on 23rd October 2015, in time for the first home match of the Wasps 2015/16 Season.

During the 2015/16 season the Arena anticipates that there will be 16 home competitive matches for Wasps with an additional three pre-season matches. In addition, Coventry City Football Club will stage a further 23 Home league matches. The management team continue to look for additional matches which will further the Arena's standing and income streams. The first event saw the England U21 football team play Kazakhstan U21s in a European Championship qualifying game in front of over 15,000 fans.

Transport links to the area have been improved with the construction of the Arena railway station. The Group is awaiting the official opening from London Midland and Network Rail, and expects that this will be in the near future.

Administrative expenses in the business represent the costs of managing the Group whilst costs of sales represent the direct costs of staging rugby and football matches and business events at the Arena. The costs of operating the Arena have risen in line with the income in the proportions as expected. Further investment in the playing squad, coaching staff and management of the Group during the year will provide a solid base for driving success both on the field and off it. Changes in the salary cap will lead to a further £1m investment in the 2016/17 squad in order to keep the investment at the top of the salary cap level. The Wasps rugby policy is to invest in the team at the top of the salary cap, whilst fully complying with the salary cap regulations, providing the Director of Rugby with the best possible opportunity to gain success. The ultimate aim being that with continued investment will come better results and in turn increased attendances and success.

Group Turnover Contribution

	2015	2014
	£'m	£'m
Wasps	9.0	6.5
ACL	2.4	0
IEC	10.0	0
Group Turnover	21.4	6.5

Indebtedness

Consolidated Senior Debt stood at £30.7m as at 30 June 2015.

Net debt is defined as bank loans, overdraft, finance company loan less cash balances. As at 30 June 2015 the balance was £27.7m (2014 £11.4m), which comprised Wasps Finance Plc £30.7m, Moonstone Holdings Limited £9.3m less cash balances £12.3m.

During the year the Close bank loan was repaid, along with a £13.4m loan from Coventry City Council, £10m from D A Richardson the Group refinanced its debt utilising the listed Bond raised in Wasps Finance Plc.

Wasps Holdings Limited

Strategic Report for the Year Ended 30 June 2015

Exceptional items and allocation to non-controlling interest

During the current and previous year the incurred costs and revenues that due to their size and nature were deemed “exceptional”. The Group's definition of exceptional is based on the classification of non-recurring costs or revenues that enables the normal financial performance of the Group to be better understood. During the year the relocation costs of the main rugby business to Coventry have been deemed exceptional, along with the associated refinancing and acquisition of the Group companies.

The previous year included the writing off the negative goodwill, as detailed in the previous year accounts. This related to the debt owed by London Wasps Holdings Limited (name changed to Wasps Holdings Limited on 8 April 2015) to Canmango Limited of £10,617,799, which is in the accounts of Canmango Limited had been written down to £1 on the grounds of recoverability.

The allocation to non-controlling interest relates to management fees payable to Compass under the IEC shareholder agreement.

The Group's exceptional items are analysed as follows:

	2015	2014
	£'m	£'m
Negative goodwill	0	10.6
Early repayment charge	(0.2)	0
Bond issue costs	(0.4)	0
Group acquisition and relocation costs	(0.7)	0
Marketing and compensation	(0.6)	0
Group Total	(1.9)	10.6

Finance costs

The Group's finance cost is analysed as follows:

	2015	2014
	£'m	£'m
Loan interest	(0.7)	(0.3)
Wasps Finance Plc interest	(0.4)	0
Total	(1.1)	(0.3)

Revaluation

The Group revalued the property located at Phoenix Way, on which the stadium is located. The revaluation brought the value in the financial statements to £48.5m.

In addition the P shares in Premier Rugby Limited have been recognised at their fair value, resulting in upward revaluation of £4.3m (2014 - £0.4m). The basis of this valuation is the Net Present Value of contracted income for Premier Rugby Limited, discounted at 6% and multiplied up by 1.5 times, as prescribed in the Premiership Rugby Shareholders Agreement. This reflects the fair value of the P shares if sold.

Wasps Holdings Limited

Strategic Report for the Year Ended 30 June 2015

Principal Risks and Uncertainty

For the Group the principal risks and uncertainties continue to be:

Wasps Holdings Limited

Success of the first team and relegation from the Aviva Premiership.

- Impact: Reduced revenues that would necessarily involve a reduction in expenditure to compensate for loss of revenue.
- Mitigation: Continued investment in the playing squad and coaching staff to ensure playing performance is at the very least maintained.

Reduced funding from the RFU, PRL and main sponsors.

- Impact: Reduced revenue from central contracts and sponsors.
- Mitigation: Continued development of players who will feature in England/International squads thus maximising certain elements of revenue from the RFU and PRL. Utilising sponsorship money to improve infrastructure and customer experience thus improving match day spend per head.

Failure to comply with Premiership or RFU regulations or changes in regulations

- Impact: Wasps penalised financially for non-conformance to regulations.
- Mitigation: Maintain regulation returns and inspection reports as per regulations. Particularly in relation to salary cap and Minimum standards reporting.

Arena Coventry Limited

Closure of the Arena from unforeseen circumstances

- Impact: Reduced revenue from events at the Arena.
- Mitigation: Insurance to cover lost profits (based on budget) reviewed twice per year for forecast changes and updated with insurance company (Bluefin Insurance).

Valuation of Arena materially lower than revaluation

- Impact: Asset cover reduced for Bondholders
- Mitigation: Use professional valuation companies to provide accurate valuation on a regular basis.

IEC Experience Limited

Growth targets not met

- Impact: Reduced revenues from Conference and Exhibition business, resulting in reduced profits.
- Mitigation: Provision for long term contracts and dedicated sales and marketing team, providing 12 month order book and maximising competitive yield and margin.

Approved by the Board on 29 October 2015 and signed on its behalf by:

.....
D J Armstrong
Director

Wasps Holdings Limited

Directors' Report for the Year Ended 30 June 2015

The directors present their report and the consolidated financial statements for the year ended 30 June 2015.

General overview

On 8 October 2014 the Group acquired a controlling interest in the share capital of Arena Coventry Limited and completed the acquisition of 100% of the issued share capital on 14 November 2015.

On 8 April 2015 the company changed its name from London Wasps Holdings Limited to Wasps Holdings Limited.

On 10 May 2015 Wasps Finance Plc, a sister company to the Group, raised £35m by issuing a Retail Bond on the London Stock Exchange. The Group (excluding IEC) is a guarantor to this Retail Bond and have drawn down £30.1m from Wasps Finance Plc. At 30 June 2015, the Group has £4.9m available for further draw down.

Exceptional losses of £1.9m have been incurred as a result of the transactions highlighted above. Further detail is included in note 6.

A consequence of being the guarantor of the Retail Bond is that the Group is required to produce these audited annual financial statements in accordance with International Financial Reporting Standards. Therefore, these financial statements have been prepared in accordance with International Financial Reporting Standards and its interpretations adopted by the EU. The financial statements in relation to previous accounting period were prepared in accordance with UK Generally Accepted Accounting Practice.

Dividends

The directors do not recommend the payment of a dividend (2014 - £Nil).

Directors of the group

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

D J Armstrong (appointed 8 April 2015)

R N Dawbarn

N J Eastwood

R W Gray

D A Richardson

I A Montlake (resigned 9 April 2015)

M A Rigby (resigned 4 April 2015)

Financial instruments

The financial risk management objectives and policies of the Group and the exposure of the Group to credit risk, liquidity risk and interest rate risk are included in note 27.

Going concern

In accordance with the Financial Reporting Council's 'Going Concern and Liquidity Risk: Guidance for the Directors of UK Companies 2009', the directors of all companies are now required to provide disclosures regarding the adoption of the going concern basis of accounting.

The company has sufficient financial resources available. The directors have prepared detailed forecasts for the next 12 months and top level five year forecasts that indicate that these trends will continue. The directors therefore have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and have continued to adopt the going concern basis in preparing the financial statements.

Wasps Holdings Limited

Directors' Report for the Year Ended 30 June 2015

Future developments

For the financial year to June 2016 the Board are concentrating on the consolidation of the new Group's position following the acquisitions in the current year. Further detail on the future development of the Group is contained in the Strategic Report.

L Dallaglio (non-executive) and J Parker (Group Financial Director) are expected to be elected to join the Board in November 2015.

Disclosure of information to the auditor

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 auditor is aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware.

Reappointment of auditors

In accordance with section 485 of the Companies Act 2006, a resolution for the re-appointment of PricewaterhouseCoopers LLP as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

Approved by the Board on 29 October 2015 and signed on its behalf by:

.....
D J Armstrong
Director

Wasps Holdings Limited

Statement of Directors' Responsibilities

The directors are responsible 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 prepared the group and parent company financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 group and the company and of the profit or loss of the group 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;
- state whether applicable IFRSs as adopted by the European Union 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 and the group 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Wasps Holdings Limited

Independent Auditor's Report to the members of Wasps Holdings Limited

Report on the financial statements

Our opinion

In our opinion:

- Wasps Holdings Limited's group financial statements and company financial statements (the "financial statements") give a true and fair view of the state of the group's and of the company's affairs as at 30 June 2015 and of the group's loss and the group's and the company's cash flows for the year then ended;
- the group financial statements have been properly prepared in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the European Union;
- the company financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited

The financial statements, included within the Annual Report and Consolidated Financial Statements (the "Annual Report"), comprise:

- the Statement of Financial Position as at 30 June 2015;
- the Consolidated Income Statement and Consolidated Statement of Comprehensive Income for the year then ended;
- the Consolidated Statement of Cash Flows and Statement of Cash Flows for the year then ended;
- the Consolidated Statement of Changes in Equity and Statement of Changes in Equity for the year then ended;
- the accounting policies; and
- the notes to the financial statements, which include other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and IFRSs as adopted by the European Union and, as regards the company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter prescribed by the Companies Act 2006

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

Wasps Holdings Limited

Independent Auditor's Report to the members of Wasps Holdings Limited

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- the company financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 14, 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) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Wasps Holdings Limited

Independent Auditor's Report to the members of Wasps Holdings Limited

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the group's and the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

.....
Mark Ellis (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP, Statutory Auditor
Chartered Accountants and Statutory Auditors

1 Kingsway
Cardiff
CF10 3PW

29 October 2015

Wasps Holdings Limited

Consolidated Income Statement for the Year Ended 30 June 2015

	Note	2015 £	2014 £
Revenue	4	21,406,593	6,510,662
Cost of sales		<u>(16,088,538)</u>	<u>(8,546,260)</u>
Gross profit/(loss)		5,318,055	(2,035,598)
Administrative expenses		<u>(7,709,551)</u>	<u>(1,968,807)</u>
Operating loss before exceptional items and allocation to non-controlling interests		(2,391,496)	(4,004,405)
Exceptional items	6	(1,889,575)	10,617,798
Allocation to non-controlling interest	6	<u>(873,377)</u>	<u>-</u>
Operating (loss)/profit		(5,154,448)	6,613,393
Finance costs	7	<u>(1,168,368)</u>	<u>(259,477)</u>
(Loss)/profit before tax		<u>(6,322,816)</u>	<u>6,353,916</u>
(Loss)/profit for the year		<u><u>(6,322,816)</u></u>	<u><u>6,353,916</u></u>
(Loss)/profit attributable to:			
Owners of the company		(6,273,272)	6,353,916
Non-controlling interests		<u>(49,544)</u>	<u>-</u>
		<u><u>(6,322,816)</u></u>	<u><u>6,353,916</u></u>

The above results were derived from continuing operations.

Wasps Holdings Limited

Consolidated Statement of Comprehensive Income for the Year Ended 30 June 2015

	Note	2015 £	2014 £
(Loss)/profit for the year		<u>(6,322,816)</u>	<u>6,353,916</u>
Other comprehensive income for the year that will not be reclassified to profit and loss			
Surplus on revaluation of long leasehold property	12	29,301,423	-
Income tax effect	11	<u>(5,860,285)</u>	<u>-</u>
		<u>23,441,138</u>	<u>-</u>
Items that may be reclassified subsequently to profit or loss			
Surplus on revaluation of available for sale financial assets	15	4,328,594	396,028
Income tax effect	11	<u>(811,758)</u>	<u>16,834</u>
		<u>3,516,836</u>	<u>412,862</u>
Total comprehensive income for the year		<u><u>20,635,158</u></u>	<u><u>6,766,778</u></u>
Total comprehensive income attributable to:			
Owners of the company		20,684,702	6,766,778
Non-controlling interests		<u>(49,544)</u>	<u>-</u>
		<u><u>20,635,158</u></u>	<u><u>6,766,778</u></u>

The notes on pages 27 to 61 form an integral part of these financial statements.

Wasps Holdings Limited

(Registration number: 04187289)

Consolidated Statement of Financial Position as at 30 June 2015

	Note	2015 £	2014 £
Assets			
Non-current assets			
Property, plant and equipment	12	53,779,620	80,278
Intangible assets	13	188,710	-
Available for sale financial assets	15	<u>9,724,622</u>	<u>5,396,028</u>
		<u>63,692,952</u>	<u>5,476,306</u>
Current assets			
Inventories	17	14,085	-
Trade and other receivables	18	3,850,483	364,085
Cash and cash equivalents	19	<u>12,399,062</u>	<u>90,146</u>
		<u>16,263,630</u>	<u>454,231</u>
Total assets		<u><u>79,956,582</u></u>	<u><u>5,930,537</u></u>
Equity and liabilities			
Equity			
Share capital	20	(775,550)	(775,550)
Share premium		(6,340,989)	(6,340,989)
Revaluation reserve		(23,441,138)	-
Available for sale reserve		(7,779,698)	(4,262,862)
Retained earnings		<u>26,297,243</u>	<u>20,023,971</u>
Equity attributable to owners of the company		(12,040,132)	8,644,570
Non-controlling interests		<u>(731,953)</u>	<u>-</u>
Total equity		<u>(12,772,085)</u>	<u>8,644,570</u>
Non-current liabilities			
Loans and borrowings	21	(40,136,409)	(10,750,196)
Deferred tax liabilities	11	<u>(7,805,209)</u>	<u>(1,133,166)</u>
		<u>(47,941,618)</u>	<u>(11,883,362)</u>
Current liabilities			
Trade and other payables	24	(9,409,559)	(833,830)
Loans and borrowings	21	-	(748,098)
Deferred income	25	<u>(9,833,320)</u>	<u>(1,109,817)</u>
		<u>(19,242,879)</u>	<u>(2,691,745)</u>
Total liabilities		<u>(67,184,497)</u>	<u>(14,575,107)</u>
Total equity and liabilities		<u><u>(79,956,582)</u></u>	<u><u>(5,930,537)</u></u>

Approved by the Board on 29 October 2015 and signed on its behalf by:

.....

D J Armstrong
Director

The notes on pages 27 to 61 form an integral part of these financial statements.

Wasps Holdings Limited

(Registration number: 04187289)

Statement of Financial Position as at 30 June 2015

	Note	2015 £	2014 £
Assets			
Non-current assets			
Property, plant and equipment	12	143,897	80,278
Investments	14	5,717,143	1
Available for sale financial assets	15	<u>9,724,622</u>	<u>5,396,028</u>
		<u>15,585,662</u>	<u>5,476,307</u>
Current assets			
Inventories	17	14,085	-
Trade and other receivables	18	3,263,946	364,085
Cash and cash equivalents	19	<u>2,914,355</u>	<u>90,146</u>
		<u>6,192,386</u>	<u>454,231</u>
Total assets		<u><u>21,778,048</u></u>	<u><u>5,930,538</u></u>
Equity and liabilities			
Equity			
Share capital	20	(775,550)	(775,550)
Share premium		(6,340,989)	(6,340,989)
Available for sale reserve		(7,779,698)	(4,262,862)
Retained earnings		<u>36,765,938</u>	<u>30,641,769</u>
Total equity		<u>21,869,701</u>	<u>19,262,368</u>
Non-current liabilities			
Loans and borrowings	21	(37,290,846)	(21,367,995)
Deferred tax liabilities	11	<u>(1,944,924)</u>	<u>(1,133,166)</u>
		<u>(39,235,770)</u>	<u>(22,501,161)</u>
Current liabilities			
Trade and other payables	24	(2,640,046)	(833,830)
Loans and borrowings	21	-	(748,098)
Deferred income	25	<u>(1,771,933)</u>	<u>(1,109,817)</u>
		<u>(4,411,979)</u>	<u>(2,691,745)</u>
Total liabilities		<u>(43,647,749)</u>	<u>(25,192,906)</u>
Total equity and liabilities		<u><u>(21,778,048)</u></u>	<u><u>(5,930,538)</u></u>

Approved by the Board on 29 October 2015 and signed on its behalf by:

.....

D J Armstrong

Director

The notes on pages 27 to 61 form an integral part of these financial statements.

Wasps Holdings Limited

Consolidated Statement of Changes in Equity for the Year Ended 30 June 2015

	Share capital £	Share premium £	Revaluation reserve £	Available for sale reserve £	Retained earnings £	Total £	Non-controlling interests £	Total equity £
At 1 July 2014	775,550	6,340,989	-	4,262,862	(20,023,971)	(8,644,570)	-	(8,644,570)
Loss for the year	-	-	-	-	(6,273,272)	(6,273,272)	(49,544)	(6,322,816)
Other comprehensive income	-	-	23,441,138	3,516,836	-	26,957,974	-	26,957,974
Total comprehensive income	-	-	23,441,138	3,516,836	(6,273,272)	20,684,702	(49,544)	20,635,158
Acquisition of subsidiaries, increase/(decrease) in equity	-	-	-	-	-	-	781,497	781,497
At 30 June 2015	<u>775,550</u>	<u>6,340,989</u>	<u>23,441,138</u>	<u>7,779,698</u>	<u>(26,297,243)</u>	<u>12,040,132</u>	<u>731,953</u>	<u>12,772,085</u>

	Share capital £	Share premium £	Available for sale reserve £	Retained earnings £	Total £	Total equity £
At 1 July 2013	775,550	6,340,989	3,850,000	(26,377,887)	(15,411,348)	(15,411,348)
Profit for the year	-	-	-	6,353,916	6,353,916	6,353,916
Other comprehensive income	-	-	412,862	-	412,862	412,862
Total comprehensive income	-	-	412,862	6,353,916	6,766,778	6,766,778
At 30 June 2014	<u>775,550</u>	<u>6,340,989</u>	<u>4,262,862</u>	<u>(20,023,971)</u>	<u>(8,644,570)</u>	<u>(8,644,570)</u>

The notes on pages 27 to 61 form an integral part of these financial statements.

Wasps Holdings Limited

Statement of Changes in Equity for the Year Ended 30 June 2015

	Share capital £	Share premium £	Available for sale reserve £	Retained earnings £	Total £
At 1 July 2014	775,550	6,340,989	4,262,862	(30,641,769)	(19,262,368)
Loss for the year	-	-	-	(6,124,169)	(6,124,169)
Other comprehensive income	-	-	3,516,836	-	3,516,836
Total comprehensive income	-	-	3,516,836	(6,124,169)	(2,607,333)
At 30 June 2015	<u>775,550</u>	<u>6,340,989</u>	<u>7,779,698</u>	<u>(36,765,938)</u>	<u>(21,869,701)</u>
	Share capital £	Share premium £	Available for sale reserve £	Retained earnings £	Total £
At 1 July 2013	775,550	6,340,989	3,850,000	(26,377,887)	(15,411,348)
Loss for the year	-	-	-	(4,263,882)	(4,263,882)
Other comprehensive income	-	-	412,862	-	412,862
Total comprehensive income	-	-	412,862	(4,263,882)	(3,851,020)
At 30 June 2014	<u>775,550</u>	<u>6,340,989</u>	<u>4,262,862</u>	<u>(30,641,769)</u>	<u>(19,262,368)</u>

The notes on pages 27 to 61 form an integral part of these financial statements.

Wasps Holdings Limited

Consolidated Statement of Cash Flows for the Year Ended 30 June 2015

	Note	2015 £	2014 £
Cash flows from operating activities			
(Loss)/profit for the year		(6,322,816)	6,353,916
Adjustments to cash flows from non-cash items			
Depreciation and amortisation		723,112	42,041
Finance costs	7	1,168,368	259,477
Other exceptional item		-	(10,617,798)
		<u>(4,431,336)</u>	<u>(3,962,364)</u>
Working capital adjustments			
Increase in inventories	17	(14,085)	-
(Increase)/decrease in trade and other receivables	18	(2,243,525)	196,720
Increase/(decrease) in trade and other payables	24	2,367,089	(345,729)
Increase/(decrease) in deferred income		<u>8,723,503</u>	<u>(519,309)</u>
Net cash flow from operating activities		<u>4,401,646</u>	<u>(4,630,682)</u>
Cash flows from investing activities			
Acquisitions of property plant and equipment		(1,784,203)	(45,546)
Proceeds from sale of property plant and equipment		733	-
Acquisition of subsidiaries (net of cash acquired)	16	<u>(3,926,056)</u>	<u>-</u>
Net cash flows from investing activities		<u>(5,709,526)</u>	<u>(45,546)</u>
Cash flows from financing activities			
Interest paid	7	(789,201)	(259,477)
Proceeds from other borrowing draw downs		31,605,305	5,398,800
Repayment of other borrowing		<u>(17,199,308)</u>	<u>(713,287)</u>
Net cash flows from financing activities		<u>13,616,796</u>	<u>4,426,036</u>
Net increase/(decrease) in cash and cash equivalents		12,308,916	(250,192)
Cash and cash equivalents at 1 July		<u>90,146</u>	<u>340,338</u>
Cash and cash equivalents at 30 June		<u><u>12,399,062</u></u>	<u><u>90,146</u></u>

The notes on pages 27 to 61 form an integral part of these financial statements.

Wasps Holdings Limited

Statement of Cash Flows for the Year Ended 30 June 2015

	Note	2015 £	2014 £
Cash flows from operating activities			
Loss for the year		(6,124,169)	(4,263,882)
Adjustments to cash flows from non-cash items			
Depreciation and amortisation		87,852	42,041
Finance costs	7	<u>485,939</u>	<u>259,477</u>
		(5,550,378)	(3,962,364)
Working capital adjustments			
Increase in inventories	17	(14,085)	-
(Increase)/decrease in trade and other receivables	18	(2,899,861)	196,720
Increase/(decrease) in trade and other payables	24	1,485,227	(345,729)
Increase/(decrease) in deferred income		<u>662,116</u>	<u>(519,309)</u>
Net cash flow from operating activities		<u>(6,316,981)</u>	<u>(4,630,682)</u>
Cash flows from investing activities			
Acquisition of subsidiaries	16	(5,609,442)	-
Acquisitions of property plant and equipment		(152,204)	(45,546)
Proceeds from sale of property plant and equipment		<u>733</u>	<u>-</u>
Net cash flows from investing activities		<u>(5,760,913)</u>	<u>(45,546)</u>
Cash flows from financing activities			
Interest paid	7	(272,650)	(259,477)
Proceeds from other borrowing draw downs		18,141,943	5,398,800
Repayment of other borrowing		<u>(2,967,190)</u>	<u>(713,287)</u>
Net cash flows from financing activities		<u>14,902,103</u>	<u>4,426,036</u>
Net increase/(decrease) in cash and cash equivalents		2,824,209	(250,192)
Cash and cash equivalents at 1 July		<u>90,146</u>	<u>340,338</u>
Cash and cash equivalents at 30 June		<u><u>2,914,355</u></u>	<u><u>90,146</u></u>

The notes on pages 27 to 61 form an integral part of these financial statements.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

1 General information

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

The address of its registered office is:

Twyford Avenue Sports Ground

Twyford Avenue

London

W3 9AQ

These financial statements were authorised for issue by the Board on 29 October 2015.

2 Accounting policies

Statement of compliance

The Group financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and IFRS Interpretations Committee ("IFRS IC") interpretations as adopted by the European Union and the Companies Act 2006 applicable to companies reporting under IFRS.

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

The financial statements have been prepared in accordance with adopted IFRSs and under historical cost accounting rules, as modified by the revaluation of land and buildings and available for sale financial assets.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies.

The areas involving a larger degree of judgement or complexity, or areas where assumptions and estimates are significant to the Group financial statements are disclosed in note 3.

Changes in accounting policy

None of the standards, interpretations and amendments effective for the first time from 1 July 2014 have had a material effect on the financial statements.

None of the standards, interpretations and amendments which are effective for periods beginning after 1 July 2014 and which have not been adopted early, are expected to have a material effect on the financial statements.

Prior period adjustments

The Group has selected to prepare its Group consolidated financial statements for the year in accordance with adopted IFRSs. Previous financial statements were prepared using UKGAAP. This represents a change in accounting policy and as a result the comparative results have been restated to present them in accordance with IFRS's.

Company loss for the year

As permitted by section 408 of the Companies Act 2006, the holding company's profit and loss account has not been included in these financial statements. The Group's loss for the year includes the company's loss for the year of £6,124,169 (2014 : £4,263,882).

Basis of consolidation

The Group financial statements consolidate the financial statements of the company and its subsidiary undertakings drawn up to 30 June 2015.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in they acquire on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with IAS 39 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Inter-company transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated.

Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and provision of services in the ordinary course of the Group's activities. Revenue is shown net of sales/value added tax, returns, rebates and discounts.

The Group recognises revenue when:

The amount of revenue can be reliably measured;
it is probable that future economic benefits will flow to the entity;
and specific criteria have been met for each of the company activities.

Revenue is recognised in respect of match-day income, including season tickets, match-day tickets, executive boxes, hospitality packages and other match-day income, when the relevant match takes place.

For annual income streams such as central funding and sponsorship arrangements, revenue is recognised in equal instalments across the relevant period.

Sponsorship, rental and service charge income are recognised over the period that services are offered. Hospitality, catering and facilities management services income is recognised at the point that the services are provided.

Income received relating to conference and exhibitions in future periods is included as deferred income until the revenue recognition criteria are met.

Revenue received in relation to license fees is included in deferred income and released to income over the life of the license.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Group consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries, associates and joint arrangements, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets are recognised on deductible temporary differences arising from investments in subsidiaries, associates and joint arrangements only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Property, plant and equipment

Property, plant and equipment is stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of property, plant and equipment includes directly attributable incremental costs incurred in their acquisition and installation.

Land and buildings comprise mainly of the Arena. The Arena is shown at fair value, based on valuations by external independent valuers, less subsequent depreciation for buildings. Valuations are performed with sufficient regularity to ensure that the fair value of a revalued asset does not differ materially from its carrying amount. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset, and the net amount is restated to the revalued amount of the asset. All other property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Increases in the carrying amount arising on revaluation of the Arena are credited to other comprehensive income and shown as revaluation reserves in shareholders' equity. Decreases that offset previous increases of the same asset are charged in other comprehensive income and debited against revaluation reserves directly in equity; all other decreases are charged to the income statement. Each year the difference between depreciation based on the revalued carrying amount of the asset charged to the income statement, and depreciation based on the asset's original cost is transferred from 'other reserves' to 'retained earnings'.

Depreciation

Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost or revalued amounts to their residual values over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Land and buildings - Arena	Over the life of the lease
Land and buildings - Other	Over the life of the lease
Fixtures, fittings and equipment	Between 2% and 50% per annum on a straight line basis

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'Other (losses)/gains – net' in the income statement.

When revalued assets are sold, the amounts included in other reserves are transferred to retained earnings.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured at fair value is less than the fair value of the net assets of the subsidiary acquired, in the case of a bargain purchase, the difference is recognised directly in the income statement.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the CGUs, or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of the CGU containing the goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs of disposal. Any impairment is recognised immediately as an expense and is not subsequently reversed.

Investments in subsidiaries

Investments in subsidiaries are included at cost less any accumulated impairment losses.

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 changes in value.

Trade receivables

Trade receivables are amounts due from customers for conference and exhibitions sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade receivables 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 receivables is established when there is objective evidence that the group will not be able to collect all amounts due according to the original terms of the receivables.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the first-in, first-out (FIFO) method.

The cost of finished goods and work in progress comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. At each reporting date, inventories are assessed for impairment. If inventory is impaired, the carrying amount is reduced to its selling price less costs to complete and sell; the impairment loss is recognised immediately in profit or loss.

Trade payables

Trade payables 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 payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade payables are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Borrowings

Borrowings are recognised initially at fair values (usually recorded at the amount of proceeds received), net of transaction costs. Borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the income statement over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in finance costs.

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

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.

Defined contribution pension obligation

A defined contribution plan is a pension plan under which fixed contributions are paid into a separate entity and has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

For defined contribution plans contributions are paid publicly or privately administered pension insurance plans on a mandatory or contractual basis. The contributions are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as an asset.

Financial assets and liabilities

Classification

The Group classifies its financial assets in the following categories: at fair value through profit or loss, loans and receivables, and available for sale. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

(a) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are financial assets held for trading. A financial asset is classified in this category if acquired principally for the purpose of selling in the short term. Derivatives are also categorised as held for trading unless they are designated as hedges. Assets in this category are classified as current assets if expected to be settled within 12 months, otherwise they are classified as non-current.

(b) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. The Group's loans and receivables comprise 'trade and other receivables' and 'cash and cash equivalents' in the balance sheet.

(c) Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless the investment matures or management intends to dispose of it within 12 months of the end of the reporting period.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Recognition and measurement

Regular purchases and sales of financial assets are recognised on the trade-date – the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in the income statement. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the group has transferred substantially all risks and rewards of ownership.

Available-for-sale financial assets and financial assets at fair value through profit or loss are subsequently carried at fair value.

Loans and receivables are subsequently carried at amortised cost using the effective interest method.

Gains or losses arising from changes in the fair value of the ‘financial assets at fair value through profit or loss’ category are presented in the income statement within ‘Other (losses)/gains – net’ in the period in which they arise. Dividend income from financial assets at fair value through profit or loss is recognised in the income statement as part of other income when the group’s right to receive payments is established.

Changes in the fair value of financial assets classified as available for sale are recognised in other comprehensive income.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Impairment

(a) Assets carried at amortised cost

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

For loans and receivables category, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the consolidated income statement. If a loan or held-to-maturity investment has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the group may measure impairment on the basis of an instrument's fair value using an observable market price.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in the consolidated income statement.

(b) Assets classified as available for sale

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired.

Exceptional items

In order to improve the understanding of the financial statements, the Directors have identified separately, on the face of the income statement, those items of income and charge which by their size, nature and/or incidence are exceptional to the financial statements for the year. These are shown as exceptional within the categories of expenditure to which they relate.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

3 Critical accounting judgements and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical judgements in applying the Groups accounting policies

Control of IEC Experience Limited ("IEC")

Assessing whether the Group controls IEC requires judgment. The Group holds 77% of the voting rights of IEC and has a 67% majority representation on the board but through the shareholders agreement there a number of decisions that require unanimous consent of all the shareholders. The Group has assessed that the decisions that require unanimous consent give protective rights only and that the control of the day to day operating decisions and strategic financial decisions is retained by the Group. Therefore, the Group considers that IEC is a subsidiary of the Wasps Holdings Limited and the results of IEC are included in the Group financial statements.

Classification of the P share investment in Premier Rugby Limited ("PRL") as an "available-for-sale" financial asset

The Group follows the guidance of IAS 39 to determine the classification of the P share investment in PRL. This determination requires significant judgement. In making this judgement, the Group has evaluated that the P Share investment in PRL does not meet the definition of the other classes of financial assets within the scope of IAS 39 as;

- the investment is not held for short term investing so it is not held for trading;
- there is no maturity date so it is not held for maturity, and
- the investment is not a loan or receivable as payments are not fixed.

Therefore, the Group considers the P Share investment in PRL to be an "available-for-sale" financial asset and have recognised this in accordance with the accounting policy stated in note 2.

Key accounting estimates and assumptions

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Fair values on acquisition of Arena Coventry Limited ("ACL")

The Group has considered the fair values of the assets and liabilities acquired on the acquisition of ACL and determined that these are equal to the book value of the assets and liabilities acquired.

Valuation of the Arena

The Group assesses the value of Arena on an annual basis in accordance with the accounting policy stated in note 2. This valuation follows the principles of IFRS 13 and is based on an income approach. This approach requires estimation of the future income streams, length of the leasehold and a number of other market based assumptions. Any changes in these assumptions will impact the carrying value of the Arena. The Arena was revalued in the year by an independent valuer, Strutt and Parker LLP.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

4 Revenue

The analysis of the Group's revenue for the year from continuing operations is as follows:

	2015	2014
	£	£
Conference and exhibition income	3,744,843	-
Central income	4,265,745	3,203,650
Hospitality and sponsorship income	2,610,771	998,767
Ticket income	2,639,738	1,858,020
Room hire income	1,656,908	-
Hotel income	1,176,064	-
Arena rental income	1,087,533	-
Food and drink income	811,592	55,850
Other mixed income	3,413,399	394,375
	<u>21,406,593</u>	<u>6,510,662</u>

5 Expenses by nature

The analysis of the Group's expenses by nature from continuing operations is as follows:

	2015	2014
	£	£
Wages and salaries	12,610,827	6,736,577
Food and drink	3,872,862	117,525
Heat, light and power	1,034,951	-
Repairs and maintenance	907,596	6,412
Rent and rates	551,262	237,315
Matchday costs	719,717	529,696
Legal and professional	1,036,646	691,631
Depreciation	723,112	42,041
Ticketing costs	178,350	739,856
Other	2,162,766	1,414,014
	<u>23,798,089</u>	<u>10,515,067</u>

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

6 Exceptional items and allocation of non-controlling interest

	2015	2014
	£	£
Negative goodwill	-	10,617,798
Early repayment charges	(183,272)	-
Bond issue costs	(424,799)	-
Group acquisition and relocation costs	(674,179)	-
Public relations and compensation costs	(607,325)	-
	<u>(1,889,575)</u>	<u>10,617,798</u>

During the current and previous year the Group incurred costs and revenues that due to their size and nature were deemed “exceptional”. The Groups definition of exceptional includes the identification of non-recurring costs or revenues that enables the normal financial performance of the Group to be better understood. During the year the relocation costs of the main rugby business to Coventry have been deemed exceptional, along with the associated refinancing and acquisition of the Group companies. The early repayment charges relate to the settlement of the Close loans during the year, following refinancing of the Group. The marketing charges relate to one-off costs in managing the public relations move to the Arena and compensation paid to season ticket holders for disruption to their season ticket package.

The previous year included the writing off the negative goodwill, as detailed in the previous year accounts.

The allocation to non-controlling interest relates to share of profits payable to Compass under the IEC Shareholders Agreement.

7 Finance costs

	2015	2014
	£	£
Finance costs		
Loan interest	(789,201)	(259,477)
Wasps Finance Plc interest	(379,167)	-
	<u>(1,168,368)</u>	<u>(259,477)</u>

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

8 Staff costs

The aggregate payroll costs (including directors' remuneration) were as follows:

	2015	2014
	£	£
Wages and salaries	11,398,329	5,918,034
Social security costs	1,053,816	637,433
Pension costs, defined contribution scheme	155,739	181,110
Other employee expense	2,943	-
	<u>12,610,827</u>	<u>6,736,577</u>

The average monthly number of persons employed by the group (including directors) during the year, analysed by category was as follows:

	2015	2014
	No.	No.
Players	57	61
Management and administration	150	46
	<u>207</u>	<u>107</u>

9 Directors' and key management remuneration

The directors' remuneration for the year was as follows:

	2015	2014
	£	£
Aggregate emoluments	422,819	135,489
Contributions paid to money purchase schemes	15,392	5,000
	<u>438,211</u>	<u>140,489</u>

During the year the number of directors who were receiving benefits and share incentives was as follows:

	2015	2014
	No.	No.
Accruing benefits under money purchase pension scheme	<u>2</u>	<u>1</u>

In respect of the highest paid director:

	2015	2014
	£	£
Remuneration	235,399	135,489
Company contributions to money purchase pension schemes	15,000	5,000

Key management includes the statutory directors of the Group and other members of the executive board. The compensation paid or payable to key management for employee services, is shown below:

	2015	2014
	£	£
Aggregate emoluments	605,791	135,489
Company contributions to money purchase schemes	20,792	5,000
	<u>626,583</u>	<u>140,489</u>

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

10 Auditors' remuneration

	2015	2014
	£	£
Audit of these financial statements	32,500	15,000
Audit of the financial statements of subsidiaries of the company pursuant to legislation	32,500	-
	<u>65,000</u>	<u>15,000</u>
Other fees to auditors		
Taxation compliance services	-	8,325
Bond prospectus costs	90,000	-
	<u>90,000</u>	<u>8,325</u>

11 Income tax

The tax on profit before tax for the year is the same as the standard rate of corporation tax in the UK (2014 - the same as the standard rate of corporation tax in the UK) of 20% (2014 - 21%).

The differences are reconciled below:

	2015	2014
	£	£
(Loss)/profit before tax	<u>(6,322,816)</u>	<u>6,353,916</u>
Corporation tax at standard rate	(1,264,563)	1,334,322
Increase (decrease) from effect of capital allowances depreciation	(76,795)	(1,500)
Increase (decrease) from effect of different UK tax rates on some earnings	-	(85,277)
Increase (decrease) from effect of expenses not deductible in determining taxable profit (tax loss)	302,986	(2,231,149)
Increase (decrease) from effect of unrelieved tax losses carried forward	<u>1,038,372</u>	<u>983,604</u>
Total tax charge/(credit)	<u>-</u>	<u>-</u>

Included within 'Increase (decrease) from effect of expenses not deductible in determining taxable profit (tax loss)' in relation to 2014 is the impact of the write off of negative goodwill.

Deferred tax

Group

Deferred tax assets and liabilities

	Liability
	£
2015	
Revaluation of property	5,860,285
Available-for-sale financial assets	1,944,924
	<u>7,805,209</u>

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

2014	Liability £
Revaluation of property	-
Available-for-sale financial assets	1,133,166
	1,133,166

Deferred tax movement during the year:

	At 1 July 2014 £	Recognised in other comprehensive income £	At 30 June 2015 £
Revaluation of property	-	5,860,285	5,860,285
Available-for-sale financial assets	1,133,166	811,758	1,944,924
Net tax liabilities	1,133,166	6,672,043	7,805,209

Deferred tax movement during the prior year:

	At 1 July 2013 £	Recognised in other comprehensive income £	At 30 June 2014 £
Revaluation of property	-	-	-
Available-for-sale financial assets	1,150,000	(16,834)	1,133,166
Net tax liabilities	1,150,000	(16,834)	1,133,166

There are £38,671,128 of unused tax losses (2014 - £25,707,339) for which no deferred tax asset is recognised in the statement of financial position.

Company

Deferred tax assets and liabilities

2015	Liability £
Available-for-sale financial assets	1,944,924
	1,944,924

2014	Liability £
Available-for-sale financial assets	1,133,166
	1,133,166

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Deferred tax movement during the year:

	At 1 July 2014	Recognised in other comprehensive income	At 30 June 2015
	£	£	£
Available-for-sale financial assets	<u>1,133,166</u>	<u>811,758</u>	<u>1,944,924</u>

Deferred tax movement during the prior year:

	At 1 July 2013	Recognised in other comprehensive income	At 30 June 2014
	£	£	£
Available-for-sale financial assets	<u>1,150,000</u>	<u>(16,834)</u>	<u>1,133,166</u>

There are £30,279,029 of unused tax losses (2014 - £25,707,339) for which no deferred tax asset is recognised in the statement of financial position.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

12 Property, plant and equipment

Group

	Arena - leasehold £	Other land and building - leasehold £	Furniture, fittings and equipment £	Total £
Cost or valuation				
At 1 July 2013	-	219,686	482,142	701,828
Additions	-	-	45,546	45,546
At 30 June 2014	-	219,686	527,688	747,374
At 1 July 2014	-	219,686	527,688	747,374
Additions	1,048,000	-	736,203	1,784,203
Acquired through business combinations	18,150,577	-	5,186,984	23,337,561
Revaluation surplus	29,301,423	-	-	29,301,423
Disposals	-	-	(733)	(733)
At 30 June 2015	48,500,000	219,686	6,450,142	55,169,828
Depreciation				
At 1 July 2013	-	212,918	412,137	625,055
Charge for year	-	5,157	36,884	42,041
At 30 June 2014	-	218,075	449,021	667,096
At 1 July 2014	-	218,075	449,021	667,096
Charge for the year	-	1,611	721,501	723,112
At 30 June 2015	-	219,686	1,170,522	1,390,208
Carrying amount				
At 30 June 2015	48,500,000	-	5,279,620	53,779,620
At 30 June 2014	-	1,611	78,667	80,278
At 1 July 2013	-	6,768	70,005	76,773

The Group acquired and then successfully extended the lease at Phoenix Way, where the stadium is located, to 250 years. The Arena leasehold interest was then revalued on a market value basis at 23 April 2015 by Strutt and Parker LLP, and has been valued at £48,500,000. The valuation was carried out in accordance with RICS Appraisal and Valuation Standards. There is no historical cost information to disclose as the Arena has always been held under lease.

The Group (excluding IEC) are guarantors of the Retail Bond held within Wasps Finance Plc. The bond raised is secured against the leasehold property.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Company

	Land and buildings £	Furniture, fittings and equipment £	Total £
Cost			
At 1 July 2013	219,686	482,142	701,828
Additions	-	45,546	45,546
	<hr/>	<hr/>	<hr/>
At 30 June 2014	219,686	527,688	747,374
At 1 July 2014	219,686	527,688	747,374
Additions	-	152,204	152,204
Disposals	-	(733)	(733)
	<hr/>	<hr/>	<hr/>
At 30 June 2015	219,686	679,159	898,845
	<hr/>	<hr/>	<hr/>
Depreciation			
At 1 July 2013	212,918	412,137	625,055
Charge for year	5,157	36,884	42,041
	<hr/>	<hr/>	<hr/>
At 30 June 2014	218,075	449,021	667,096
At 1 July 2014	218,075	449,021	667,096
Charge for the year	1,611	86,241	87,852
	<hr/>	<hr/>	<hr/>
At 30 June 2015	219,686	535,262	754,948
	<hr/>	<hr/>	<hr/>
Carrying amount			
At 30 June 2015	-	143,897	143,897
	<hr/>	<hr/>	<hr/>
At 30 June 2014	1,611	78,667	80,278
	<hr/>	<hr/>	<hr/>
At 1 July 2013	6,768	70,005	76,773
	<hr/>	<hr/>	<hr/>

13 Intangible assets

Group

	Goodwill £
Cost or valuation	
Additions	<hr/> 188,710
At 30 June 2015	<hr/> 188,710
Carrying amount	
At 30 June 2015	<hr/> <hr/> 188,710

Goodwill represents the benefits and synergies acquired by the Group as a result of the acquisition of Arena Coventry Limited on 8 October 2014. Further details are included in note 16.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

14 Investments in subsidiaries

Group subsidiaries

Details of the group subsidiaries as at 30 June 2015 are as follows:

Name of subsidiary	Principal activity	Country of incorporation and principal place of business	Proportion of ownership interest and voting rights held by the group	
			2015	2014
Arena Coventry Limited*	Management of the Ricoh Arena	England and Wales	100%	0%
Arena Coventry (2006) Limited	Management of the lease of the Ricoh Arena	England and Wales	100%	0%
IEC Experience Limited	Hospitality, catering and facilities management	England and Wales	77%	0%
Canmango Limited*	Dormant	England and Wales	100%	100%

* indicates direct investment of Wasps Holdings Limited.

Summary of the company investments

	2015 £	2014 £
Investments in subsidiaries	<u>5,717,143</u>	<u>1</u>
Subsidiaries		£
Valuation and carrying amount		
At 1 July 2013 and 1 July 2014		1
Additions		<u>5,717,142</u>
At 30 June 2015		<u><u>5,717,143</u></u>

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

15 Available for sale financial assets

	Group		Company	
	2015 £	2014 £	2015 £	2014 £
Non-current financial assets				
Available for sale financial assets	<u>9,724,622</u>	<u>5,396,028</u>	<u>9,724,622</u>	<u>5,396,028</u>

Movement in available for sale assets - Group and Company

	2015 £	2014 £
Cost		
At 1 July	5,396,028	5,000,000
Revaluation	<u>4,328,594</u>	<u>396,028</u>
At 30 June	<u>9,724,622</u>	<u>5,396,028</u>
Carrying amount		
At 30 June	<u>9,724,622</u>	<u>5,396,028</u>

Available for sale financial assets comprise the Group's holding of P shares in Premier Rugby Limited. They have been presented at their fair value resulting in an upward revaluation of £4,328,594 (2014 - £396,028). The basis of this valuation is the Net Present Value of contracted income for Premier Rugby Limited, discounted at 6% and multiplied by 1.5 times as prescribed in the Premier Rugby Limited Shareholders' Agreement. This reflects the fair value of the P shares if sold, which can only occur as prescribed in the Premier Rugby Limited Shareholders Agreement.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

16 Acquisition of subsidiary

On 8 October 2014, the Group acquired a controlling interest in Arena Coventry Limited and completed the acquisition of 100% of the issued share capital on 14 November 2014. The principal activity of Arena Coventry Limited is facility and hospitality management at the Ricoh Arena.

The amounts recognised in respect of the consideration paid for Arena Coventry Limited, the fair value of assets acquired and liabilities assumed, (which were equal to their book values) are as set out in the table below:

	2015 £
Assets and liabilities acquired	
Financial assets	2,926,260
Property, plant and equipment	23,337,561
Financial liabilities	<u>(20,735,388)</u>
Total identifiable assets	<u>5,528,433</u>
Goodwill	<u>188,710</u>
Total consideration	<u><u>5,717,143</u></u>
Satisfied by:	
Cash	5,609,443
Deferred consideration	<u>107,700</u>
Total consideration transferred	<u><u>5,717,143</u></u>
Cash flow analysis:	
Cash consideration	5,609,443
Less: cash and cash equivalent balances acquired	<u>(1,683,387)</u>
Net cash outflow arising on acquisition	<u><u>3,926,056</u></u>

The goodwill of £188,710 arising from the acquisition consists of benefits and synergies that arise as a result of the Group managing and controlling its own facilities. None of the goodwill is expected to be deductible for income tax purposes.

Acquisition-related costs of £1,464,776 have been charged to administrative expenses in the consolidated income statement for the year ended 30 June 2015. These have also been disclosed as exceptional items in note 6.

Arena Coventry Limited contributed £12,507,949 revenue and losses of £960,665 to the Group's result for the period between the date of acquisition and the balance sheet date.

If the acquisition of Arena Coventry Limited had been completed on the first day of the financial year, group revenues for the period would have been £26,139,079 and the Group's loss would have been £3,555,160.

17 Inventories

	Group 2015 £	Company 2015 £
Merchandise	<u>14,085</u>	<u>14,085</u>

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

18 Trade and other receivables

	Group		Company	
	2015 £	2014 £	2015 £	2014 £
Trade receivables	2,480,315	175,392	814,867	175,392
Provision for impairment of trade receivables	(5,000)	(5,000)	(5,000)	(5,000)
Net trade receivables	<u>2,475,315</u>	<u>170,392</u>	<u>809,867</u>	<u>170,392</u>
Loans to related parties	-	-	2,000,000	-
Accrued income	78,238	-	-	-
Prepayments	918,132	84,232	329,710	84,232
Other receivables	<u>378,798</u>	<u>109,461</u>	<u>124,369</u>	<u>109,461</u>
Total current trade and other receivables	<u><u>3,850,483</u></u>	<u><u>364,085</u></u>	<u><u>3,263,946</u></u>	<u><u>364,085</u></u>

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

The fair value of those trade and other receivables classified as financial instrument loans and receivables are disclosed in the financial instruments note.

The Group's exposure to credit and market risks, including impairments and allowances for credit losses, relating to trade and other receivables is disclosed in note "Financial risk management and impairment of financial assets - company".

The disclosure of credit quality of financial assets that are neither past due nor impaired is not deemed applicable due to the mix of the customer base and the low rate of default.

As of 30 June 2015, Group trade receivables of £681,000 (2014 - £35,000) and Company trade receivable of £306,000 (2014 - £35,000) were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of default. The ageing analysis of these trade receivables is as follows:

Age of trade receivables that are past due but not impaired

	Group		Company	
	2015 £	2014 £	2015 £	2014 £
Up to 3 months	575,000	17,000	204,000	17,000
3 to 6 months	94,000	9,000	71,000	9,000
6 months to 1 year	12,000	9,000	31,000	9,000
	<u>681,000</u>	<u>35,000</u>	<u>306,000</u>	<u>35,000</u>

The provision for impairment of trade receivables (analysed below) is the difference between the carrying value and the present value of the expected proceeds.

Age of impaired trade receivables

	Group		Company	
	2015 £	2014 £	2015 £	2014 £
Over 1 year	<u>5,000</u>	<u>5,000</u>	<u>5,000</u>	<u>5,000</u>

19 Cash and cash equivalents

	Group		Company	
	2015 £	2014 £	2015 £	2014 £
Cash on hand	996	-	78	-
Cash at bank	12,398,066	90,146	2,914,277	90,146
	<u>12,399,062</u>	<u>90,146</u>	<u>2,914,355</u>	<u>90,146</u>

20 Share capital

Allotted, called up and fully paid shares

	2015		2014	
	No.	£	No.	£
Ordinary shares of £1 each	760,039	760,039	760,039	760,039
'B' Ordinary shares of £1 each	15,511	15,511	15,511	15,511
	<u>775,550</u>	<u>775,550</u>	<u>775,550</u>	<u>775,550</u>

The share classes in issue have separate rights to dividends. In all other respects the shares rank pari passu.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

21 Loans and borrowings

	Group		Company	
	2015 £	2014 £	2015 £	2014 £
Non-current loans and borrowings				
Other borrowings	<u>40,136,409</u>	<u>10,750,196</u>	<u>37,290,846</u>	<u>21,367,995</u>

	Group		Company	
	2015 £	2014 £	2015 £	2014 £
Current loans and borrowings				
Other borrowings	<u>-</u>	<u>748,098</u>	<u>-</u>	<u>748,098</u>

Group

Other borrowings

In the year the Group has borrowed £30,774,751 (2014 - £nil) from Wasps Finance Plc and has £4,225,249 of undrawn committed borrowing facilities available at 30 June 2015. The loan is repayable in a lump sum repayment in 2022 and is subject to a variable interest rate.

The Group has also been provided with a loan of £9,361,658 (2014 - £8,531,104) from D A Richardson. The interest has been waived for the year. The loan is at 4% above Barclays Bank Plc base rate and is repayable after giving 12 months and one day's notice.

During the year the Group repaid £2,551,802 and £415,388 which were outstanding at 30 June 2014 and due to Close Leasing and S Hayes respectively.

Company

Other borrowings

In the year the Company has borrowed £17,311,387 (2014 - £nil) from Wasps Finance Plc. The loan is repayable in a lump sum repayment in 2022 and is subject to an interest rate of 6.5%.

The Company has also been provided with a loan of £9,361,658 (2014 - £8,531,104) from D A Richardson. The loan is interest free and repayable after giving 12 months and one days notice.

The Company has also been provided with a loan of £10,617,799 (2014 - £10,617,799) from a subsidiary Company, Canmango Limited. The loan is interest free and repayable after 12 months and one day's notice.

During the year the Company repaid £2,551,802 and £415,388 which were outstanding at 30 June 2014 and due to Close Leasing and S Hayes respectively.

The loans and borrowings classified as financial instruments are disclosed in the financial instruments note.

The Group's exposure to market and liquidity risk; including maturity analysis, in respect of loans and borrowings is disclosed in note "Financial risk management and impairment of financial assets - company".

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

22 Obligations under leases

Group

Operating leases

The total future value of minimum lease payments is as follows:

	2015	2014
	£	£
Within one year	294,886	505,000
In two to five years	191,923	-
	<u>486,809</u>	<u>505,000</u>

The amount of non-cancellable operating lease payments recognised as an expense during the year was £331,944 (2014 - £504,153)

23 Pension and other schemes

The Group operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the Group to the scheme and amounted to £155,740 (2014 - £181,110).

24 Trade and other payables

	Group		Company	
	2015	2014	2015	2014
	£	£	£	£
Trade payables	2,608,658	97,344	833,047	97,344
Accrued expenses	4,189,940	-	950,441	-
Social security and other taxes	2,100,817	698,204	350,192	698,204
Other payables	510,144	38,282	506,366	38,282
	<u>9,409,559</u>	<u>833,830</u>	<u>2,640,046</u>	<u>833,830</u>

The fair value of the trade and other payables classified as financial instruments are disclosed in the financial instruments note.

The Group's exposure to market and liquidity risks, including maturity analysis, related to trade and other payables is disclosed in note "Financial risk management and impairment of financial assets - company".

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

25 Deferred income

	Group	
	2015	2014
	£	£
License fee	7,000,000	-
Lease assignment fee	807,724	-
Season tickets	695,223	634,980
Sponsorship	167,167	77,084
Other	1,163,206	397,753
	<u>9,833,320</u>	<u>1,109,817</u>

	Company	
	2015	2014
	£	£
Season tickets	695,223	634,980
Sponsorship	37,500	77,084
Other	1,039,210	397,753
	<u>1,771,933</u>	<u>1,109,817</u>

Revenue received in relation to license fees is included in deferred income and released to income over the life of the license.

The lease assignment fee represents an inducement payment received by a subsidiary within the the Group in 2009 for accepting the transfer of a lease of land and buildings which is being released to the profit and loss account equally to 2016.

26 Financial instruments

Group

Financial assets

	Carrying value		Fair value	
	2015	2014	2015	2014
	£	£	£	£
Cash and cash equivalents	12,399,062	90,146	12,399,062	90,146
Trade and other receivables	2,932,351	279,853	2,932,351	279,853
	<u>15,331,413</u>	<u>369,999</u>	<u>15,331,413</u>	<u>369,999</u>

Valuation methods and assumptions

Receivables:

There is no difference between the total carrying amount of trade receivables and cash and cash equivalents. Further detail of cash and cash equivalents and trade and other receivables can be found in notes 18 and 19.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Available for sale

	Carrying value		Fair value	
	2015	2014	2015	2014
	£	£	£	£
Shares in Premiership Rugby Limited	<u>9,724,622</u>	<u>5,396,028</u>	<u>9,724,622</u>	<u>5,396,028</u>

Valuation methods and assumptions

Shares in Premiership Rugby Limited:

The Group's and the Company's share in Premier Rugby Limited has been valued by reference to the Premiership Rugby Shareholders' Agreement.

Financial liabilities

Financial liabilities at amortised cost

	Carrying value		Fair value	
	2015	2014	2015	2014
	£	£	£	£
Trade and other payables	9,409,559	833,830	9,409,559	833,830
Borrowings	<u>40,136,409</u>	<u>11,498,294</u>	<u>40,136,409</u>	<u>11,498,294</u>
	<u>49,545,968</u>	<u>12,332,124</u>	<u>49,545,968</u>	<u>12,332,124</u>

Description of instruments

Trade and other payables:

Further details of group trade and other payables can be found in note 24.

Borrowings:

Further details of group borrowings can be found in note 21.

Valuation methods and assumptions

Financial liabilities are measured at amortised cost.

Company

Financial assets

	Carrying value		Fair value	
	2015	2014	2015	2014
	£	£	£	£
Cash and cash equivalents	2,914,277	90,146	2,914,277	90,146
Trade and other receivables	<u>2,934,236</u>	<u>279,853</u>	<u>2,934,236</u>	<u>279,853</u>
	<u>5,848,513</u>	<u>369,999</u>	<u>5,848,513</u>	<u>369,999</u>

Valuation methods and assumptions

Receivables:

There is no difference between the total carrying amount of trade receivables and cash and cash equivalents. Further detail of cash and cash equivalents and trade and other receivables can be found in notes 18 and 19.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Financial liabilities

Financial liabilities at amortised cost

	Carrying value		Fair value	
	2015	2014	2015	2014
	£	£	£	£
Trade and other payables	2,640,046	833,830	2,640,046	833,830
Borrowings	<u>37,290,846</u>	<u>22,116,093</u>	<u>37,290,846</u>	<u>22,116,093</u>
	<u>39,930,892</u>	<u>22,949,923</u>	<u>39,930,892</u>	<u>22,949,923</u>

Description of instruments

Trade and other payables:

Further details of group trade and other payable can be found in note 24.

Borrowings:

Further details of group borrowings can be found in note 21.

Valuation methods and assumptions

Financial liabilities measured at amortised cost.

27 Financial risk management and impairment of financial assets

The Group is exposed to risks arising from the use of financial instruments. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them.

The principal financial instruments used by the Group, from which financial instruments risk arises, are trade receivables, cash and cash equivalents, trade and other receivables and financial liabilities.

The Group is exposed through its operations to the following financial instrument risk: credit risk, liquidity risk and interest rate risk. The policy for managing these risks is set by the Board. The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Group's competitiveness and flexibility. The policy for each of the above risks is described in more detail below.

Credit risk and impairment

Credit risk arises from the Group's trade receivables. It is the risk that the counterparty fails to discharge their obligation in respect of the instrument. The Group is mainly exposed to credit risk from credit sales. It is the Group's policy, implemented locally, to assess the credit risk of new customers before entering into contracts. Such credit ratings are then factored into the credit assessment process to determine the appropriate credit limit for each customer. The Group does not enter into derivatives to manage credit risk.

All cash is held with A-rated banks.

Other than cash held by the Group's bank at 30 June 2015 there are no other significant concentrations of credit risk within the group at the balance sheet date.

Liquidity risk

Liquidity risk arises from the Group's management of working capital and the finance charges on its borrowings. It is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

The liquidity of each Group company is managed locally and monitored by the Board at group level. The level of the group's facilities is approved periodically by the Board and negotiated with the group's current bankers. At the balance sheet date, cash flow projections were considered by the Board and the group is forecast to have sufficient funds available funding facilities to meet obligations as they fall due, under all reasonably expected circumstances.

We continue to monitor the working capital requirements and tailor the financing requirements to ensure the group will have sufficient funds to finance its ongoing trading requirements.

Maturity analysis

	Within 6 months £	After 1 year £	After more than 5 years £	Total £
2015				
Trade and other payables	9,409,559	-	-	9,409,559
Other borrowings	-	9,361,658	30,774,751	40,136,409
	<u>9,409,559</u>	<u>9,361,658</u>	<u>30,774,751</u>	<u>49,545,968</u>
	Within 6 months £	Within 1 year £	After 1 year £	Total £
2014				
Trade and other payables	833,830	-	-	833,830
Other borrowings	-	748,098	10,750,196	11,498,294
	<u>833,830</u>	<u>748,098</u>	<u>10,750,196</u>	<u>12,332,124</u>

Capital risk management

Capital components

The Group is both equity and debt funded and these two elements combine to make up the capital structure of the business. Equity comprises share capital, share premium and reserves and is equal to the amount shown as 'Total equity' in the balance sheet. Debt comprises non-convertible loans as set out in note 21.

Capital management

The Group's objectives when maintaining capital are:

To safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and

To provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Group sets the amount of capital it requires in proportion to risk. The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

During the year ended 30 June 2015, the Group's strategy, which is unchanged from the previous year, was to keep net debt to a minimum, through profitable trading and good cash management.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

28 Related party transactions

Loans from related parties - D A Richardson

2015	£
1 July	8,531,104
Advanced	<u>830,554</u>
30 June	<u>9,361,658</u>
2014	£
1 July	3,831,104
Advanced	<u>4,700,000</u>
30 June	<u>8,531,104</u>

The Alan Higgs Charity Limited (a company in which a non-executive director of Arena Coventry Limited sits on Board)

The Group incurred costs of £44,000 (2014 - £Nil), received income of £34,475 (2014 - £Nil) and at the year end was owed £1,837 (2014 - £Nil).

Letheby & Christopher Ltd (a company in which a director of IEC Experience Limited sits on the Board)

The Group received income of £8,101,052 (including £8,000,000 contract advance) (2014 - £Nil) and at the year end was owed £1,627 (2014 - £Nil). The Group incurred costs of £9,905,220 (2014 - £Nil) and at the end of the year was owed £991,497 (2014 - £Nil).

Kennedys Law LLP (an LLP in which R Dawbarn has an interest)

The Group incurred costs of £336,842 (2014 - £17,667), received income of £2,775 (2014 - £Nil) and at the year end was owed £2,700 (2014 - £900).

Calco Services Limited (a company in which W Gray is a non-executive director)

The Group received income of £630 (2014 - £Nil). There was no outstanding amounts at the year end (2014 - £Nil).

Keith Prowse Limited (a company in which a director of IEC Experience Limited sits on the Board)

The Group received income of £2,955 (2014 - £Nil). There were no outstanding amounts at the year end (2014 - £Nil).

Premiership Rugby Limited (a company in which a director of Wasps Holdings Limited sits on the Board).

The Group received income of £3,912,697 (2014 - £2,711,105), incurred costs of £243,769 (2014 - £175,096) and at the was owed £58,060 (2014 - £28,429).

Twickenham Experience Limited (a company in which a director of IEC Experience Limited sits on the Board)

The Group incurred costs of £22,131 (2014 - £Nil). There were no outstanding amounts at the year end (2014 - £Nil).

29 Control

The Company's immediate parent is Moonstone Holdings Limited, a company incorporated in Malta, which is controlled by D A Richardson.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

30 Transition to IFRS

IFRS has been early adopted by the Group at 30 June 2015. This is the first year that the Group and Company have presented their results under IFRS. The last financial statements prepared under previous UK GAAP were for the year ended 30 June 2014. The date of transition to IFRS was 1 July 2013. Set out below are the changes in accounting policies which reconcile the profit for the financial year ended 30 June 2014 and the total equity as at 1 July 2013 and 30 June 2014 between UK GAAP as previously reported and IFRS.

Valuation of P share investment in Premier Rugby Limited

The Group has assessed all their financial assets and liabilities and identified that their P share investment in Premier Rugby Limited meets the criteria of an available-for-sale financial asset. The adjustments to reflect the fair value of this available-for-sale financial asset are highlighted in the consolidated and company statement of financial position and other comprehensive income statements below.

The Group has also corrected the consolidated and company statement of financial position at 1 July 2013 to recognise the deferred tax liability that had been omitted when the P shares were initially revalued by the Group.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Consolidated Statement of Financial Position at 1 July 2013

	As originally reported £	Remeasurement £	As restated £
Assets			
Non-current assets			
Property, plant and equipment	76,773	-	76,773
Available for sale financial assets	5,000,000	-	5,000,000
	<u>5,076,773</u>	<u>-</u>	<u>5,076,773</u>
Current assets			
Trade and other receivables	560,805	-	560,805
Cash and cash equivalents	340,338	-	340,338
	<u>901,143</u>	<u>-</u>	<u>901,143</u>
Total assets	<u>5,977,916</u>	<u>-</u>	<u>5,977,916</u>
Equity and liabilities			
Equity			
Share capital	775,550	-	775,550
Share premium	6,340,989	-	6,340,989
Revaluation reserve	5,000,000	(5,000,000)	-
Available for sale reserve	-	3,850,000	3,850,000
Retained earnings	(26,377,887)	-	(26,377,887)
Equity attributable to owners of the company	<u>(14,261,348)</u>	<u>(1,150,000)</u>	<u>(15,411,348)</u>
Non-current liabilities			
Loans and borrowings (non-current)	16,648,049	-	16,648,049
Deferred tax liabilities	-	1,150,000	1,150,000
	<u>16,648,049</u>	<u>1,150,000</u>	<u>17,798,049</u>
Current liabilities			
Trade and other payables	1,179,558	-	1,179,558
Loans and borrowings (current)	782,531	-	782,531
Deferred income (current)	1,629,126	-	1,629,126
	<u>3,591,215</u>	<u>-</u>	<u>3,591,215</u>
Total liabilities	<u>20,239,264</u>	<u>1,150,000</u>	<u>21,389,264</u>
Total equity and liabilities	<u>5,977,916</u>	<u>-</u>	<u>5,977,916</u>

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Consolidated Statement of Financial Position at 30 June 2014

	As originally reported £	Remeasurement £	As restated £
Assets			
Non-current assets			
Property, plant and equipment	80,278	-	80,278
Available for sale financial assets	5,000,000	396,028	5,396,028
	<u>5,080,278</u>	<u>396,028</u>	<u>5,476,306</u>
Current assets			
Trade and other receivables	364,085	-	364,085
Cash and cash equivalents	90,146	-	90,146
	<u>454,231</u>	<u>-</u>	<u>454,231</u>
Total assets	<u>5,534,509</u>	<u>396,028</u>	<u>5,930,537</u>
Equity and liabilities			
Equity			
Share capital	775,550	-	775,550
Share premium	6,340,989	-	6,340,989
Revaluation reserve	5,000,000	(5,000,000)	-
Available for sale reserve	-	4,262,862	4,262,862
Retained earnings	(20,023,971)	-	(20,023,971)
Equity attributable to owners of the company	<u>(7,907,432)</u>	<u>(737,138)</u>	<u>(8,644,570)</u>
Non-current liabilities			
Loans and borrowings (non-current)	10,750,196	-	10,750,196
Deferred tax liabilities	-	1,133,166	1,133,166
	<u>10,750,196</u>	<u>1,133,166</u>	<u>11,883,362</u>
Current liabilities			
Trade and other payables	833,830	-	833,830
Loans and borrowings (current)	748,098	-	748,098
Deferred income (current)	1,109,817	-	1,109,817
	<u>2,691,745</u>	<u>-</u>	<u>2,691,745</u>
Total liabilities	<u>13,441,941</u>	<u>1,133,166</u>	<u>14,575,107</u>
Total equity and liabilities	<u>5,534,509</u>	<u>396,028</u>	<u>5,930,537</u>

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Consolidated Statement of Comprehensive Income for the year ended 30 June 2014

	Note	As originally reported £	Remeasurement £	As restated £
(Loss)/profit for the year		6,353,916	-	6,353,916
Surplus on revaluation of available for sale assets		-	396,028	396,028
Income tax effect		-	16,834	16,834
Total comprehensive income for the year		<u>6,353,916</u>	<u>412,862</u>	<u>6,766,778</u>

No adjustments were required on transition relating to the income statement for the year ended 30 June 2014.

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Statement of Financial Position at 1 July 2013

	As originally reported £	Remeasurement £	As restated £
Assets			
Non-current assets			
Property, plant and equipment	76,773	-	76,773
Available for sale financial assets	5,000,000	-	5,000,000
	<u>5,076,773</u>	<u>-</u>	<u>5,076,773</u>
Current assets			
Trade and other receivables	560,805	-	560,805
Cash and cash equivalents	340,338	-	340,338
	<u>901,143</u>	<u>-</u>	<u>901,143</u>
Total assets	<u>5,977,916</u>	<u>-</u>	<u>5,977,916</u>
Equity and liabilities			
Equity			
Share capital	775,550	-	775,550
Share premium	6,340,989	-	6,340,989
Revaluation reserve	5,000,000	(5,000,000)	-
Available for sale reserve	-	3,850,000	3,850,000
Retained earnings	(26,377,887)	-	(26,377,887)
Total equity	<u>(14,261,348)</u>	<u>(1,150,000)</u>	<u>(15,411,348)</u>
Non-current liabilities			
Loans and borrowings (non-current)	16,648,049	-	16,648,049
Deferred tax liabilities	-	1,150,000	1,150,000
	<u>16,648,049</u>	<u>1,150,000</u>	<u>17,798,049</u>
Current liabilities			
Trade and other payables	1,179,558	-	1,179,558
Loans and borrowings (current)	782,531	-	782,531
Deferred income (current)	1,629,126	-	1,629,126
	<u>3,591,215</u>	<u>-</u>	<u>3,591,215</u>
Total liabilities	<u>20,239,264</u>	<u>1,150,000</u>	<u>21,389,264</u>
Total equity and liabilities	<u>5,977,916</u>	<u>-</u>	<u>5,977,916</u>

Wasps Holdings Limited

Notes to the Financial Statements for the Year Ended 30 June 2015

Statement of Financial Position at 30 June 2014

	As originally reported £	Remeasurement £	As restated £
Assets			
Non-current assets			
Property, plant and equipment	80,278	-	80,278
Investments in subsidiaries	1	-	1
Available for sale financial assets	5,000,000	396,028	5,396,028
	<u>5,080,279</u>	<u>396,028</u>	<u>5,476,307</u>
Current assets			
Trade and other receivables	364,085	-	364,085
Cash and cash equivalents	90,146	-	90,146
	<u>454,231</u>	<u>-</u>	<u>454,231</u>
Total assets	<u>5,534,510</u>	<u>396,028</u>	<u>5,930,538</u>
Equity and liabilities			
Equity			
Share capital	775,550	-	775,550
Share premium	6,340,989	-	6,340,989
Revaluation reserve	5,000,000	(5,000,000)	-
Available for sale reserve	-	4,262,862	4,262,862
Retained earnings	(30,641,769)	-	(30,641,769)
Total equity	<u>(18,525,230)</u>	<u>(737,138)</u>	<u>(19,262,368)</u>
Non-current liabilities			
Loans and borrowings (non-current)	21,367,995	-	21,367,995
Deferred tax liabilities	-	1,133,166	1,133,166
	<u>21,367,995</u>	<u>1,133,166</u>	<u>22,501,161</u>
Current liabilities			
Trade and other payables	833,830	-	833,830
Loans and borrowings (current)	748,098	-	748,098
Deferred income (current)	1,109,817	-	1,109,817
	<u>2,691,745</u>	<u>-</u>	<u>2,691,745</u>
Total liabilities	<u>24,059,740</u>	<u>1,133,166</u>	<u>25,192,906</u>
Total equity and liabilities	<u>5,534,510</u>	<u>396,028</u>	<u>5,930,538</u>