THE ROYAL BATH AND WEST OF ENGLAND SOCIETY

England & Wales · Charity number 1039397

Details

Status	Registered
Legal form	Charitable company
Company number	02931640
Registered	1994-07-19
Register	View on the Charity Commission register

Contact

Address	THE ROYAL BATH & WEST OF ENGLAND Society THE BATH & WEST SHOWGROUND Shepton Mallet Somerset BA4 6QN
Phone	01749822244
Email	carol.paris@bathandwest.co.uk
Website	www.bathandwest.com

Activities

Objects: THE PROMOTION OF AGRICULTURE AND FOR THE PURPOSES OF THIS MEMORANDUM AGRICULTURE SHALL INCLUDE THE SCIENCE OR OCCUPATION OF CULTIVATING AND PLANTING UP LAND, REARING PLANTS, CROPS, TREES OF WHATSOEVER NATURE, REARING LIVESTOCK AND ALL ASPECTS OF FARMING AND CONSERVATION AND WITHOUT PREJUDICE TO THE GENERALITY OF THE FOREGOING TO ENCOURAGE SKILL AND INDUSTRY IN AGRICULTURE AND IN ALLIED TRADES, CRAFT AND PROFESSIONS CONNECTED WITH THE RURAL ECONOMY.

Activities: The Society supports the rural economy by showcasing new technologies, providing a marketing platform for rural business, knowledge transfer activities such as seminars, conferences, open days and exhibitions. Grants are available for personal development and projects in the furtherance of agriculture and the rural economy.

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Classification

- **How:** Makes Grants To Individuals, Makes Grants To Organisations, Provides Advocacy/advice/information, Sponsors Or Undertakes Research
- **What:** Education/training, Arts/culture/heritage/science, Animals, Environment/conservation/heritage, Economic/community Development/employment
- **Who:** Other Defined Groups

Geography

- Somerset

Finances

Period end	Income	Expenditure	Assets	Employees
2024-12-31	£4,017,000	£3,978,000	£4,944,000	23
2023-12-31	£3,089,000	£3,402,000	£4,905,000	22
2022-12-31	£2,951,000	£3,087,000	£5,218,000	20
2021-12-31	£1,755,000	£1,925,000	£5,354,000	19
2020-12-31	£700,000	£1,606,000	£5,524,000	19

Trustees

Name	Role	Appointed
Ann Louise McKaig		2024-07-24
Catherine Rebecca Look		2018-05-05
David Worgan Cotton		2022-09-30
ELLEN CHARLOTTE KINGSTON		2022-09-30
Edward James Allen		2023-07-14
Jennifer Fenton		2024-07-24
Maureen Trott		2024-07-24
Patrick Thomson		2021-04-01
Rupert William Uloth		2018-05-05
Susan Caroline Seager		2022-01-06
Venetia Elizabeth Leng		2022-01-06

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THE ROYAL BATH AND WEST OF ENGLAND SOCIETY

England & Wales - Charity number 1039397

Accounts

COMPANY NUMBER 02931640
CHARITY NUMBER 1039397

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)

REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR END

31 DECEMBER 2024

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

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THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024

The directors of the charitable company ("the Society") are its trustees for the purposes of charitable law and throughout this report are collectively referred to as the directors.

The directors submit their report and audited financial statements for the year ended 31 December 2024. The directors' report also represents the trustees' report required by Part 8 of the Charities Act 2011.

OBJECTIVES AND ACTIVITIES

OBJECTIVES

The charitable objectives of the Society are the encouragement of agriculture, manufacture, commerce and rural crafts.

ACTIVITIES

The Society continues to have three main workstreams, each contributing to the charitable objectives:

1. The Royal Bath & West of England Society – responsible for the delivery of the charitable activities of the Society and regeneration and development of the Showground.
2. Bath and West Shows Limited – responsible for organising the Agricultural Shows.
3. Bath & West Enterprises Limited – responsible for the commercial activity on the Showground.

The business model remains quite simple; the net trading surpluses from our Shows and other Showground activity maintain the Society's estate and invests in projects that deliver the charitable objectives – the encouragement of Agriculture, Manufacture, Commerce and Rural Crafts through education and knowledge transfer. The capital realised by releasing land for commercial development provides investment to improve the infrastructure and building stock on the Showground and to support other initiatives that further the Society's objectives.

Our mission remains:
As a rural Charity and through the work within the Rural Enterprise Centre we will be recognised as a key influencer and educator in a range of farming, food and rural issues and be regarded as being at the hub of rural enterprise in Somerset and the West of England.

Our core values are important to us:

- Honesty & Integrity;
- Loyalty & Respect;
- Excellence & Pride; and
- Creativity & Innovation

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

ACTIVITIES (CONTINUED)

PUBLIC BENEFIT

In setting the objectives and planning the activities the Directors have considered the Charity Commission's general guidance on public benefit. The Directors consider how planned activities will contribute to the aims and objectives they have set.

Accentuate the delivery of our charitable objectives

The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund. The Charity Committee continues to distribute financial support to a variety of projects and individuals with £10k being distributed during the year.

The Committee's objectives are:

- To encourage and facilitate research, education, knowledge transfer, innovation and related activities for the benefit of agriculture, the countryside and the rural economy of the West of England
- To build an understanding of farming, food and the rural economy among the wider public

REVIEW OF THE YEAR

The Royal Bath and West Show

The 2024 Show welcomed over 100,000 people across the three days of enthralling entertainment.

As always, the support received from our stewards, committee members and staff members were particularly notable as everybody rallied together in the build up to the Show, despite the challenging conditions. A particular thank you goes out to our wonderful Estates team who worked tirelessly in the poor weather to ensure that the set up still took place. It was undoubtedly hard work for them, but they still got the job done. We are also thankful to our Stewards who were most understanding of the challenges during set up, remaining patient with the team and working dynamically to do all that they could to preserve the ground conditions for our visitors. We are always grateful to those that give up their valuable time to support the Show, without whom we would not be able to run it.

Featuring old favourites and new features, the Show received a wonderful amount of positive feedback from consumers and stakeholders. Our annual visitor survey showed that Livestock again was one of the biggest draws. We were delighted to have a fantastic number of entries and compelling competitions across the Livestock section.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
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ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

REVIEW OF THE YEAR (CONTINUED)

Our continued focus remains on optimising entertainment for our visitors as well as the educational offering across the Show. A particular highlight this year was our Lakeside Farm area which has grown year on year into a wonderful interactive educational oasis for families where children can learn about pigs, goats, cows, sheep, felting, wool washing, take part in milk and cheese tasting and so much more.

The Charitable Impact of the Show

Various aspects of the show provide a direct public benefit. Examples of this are: competitions, promotions, skills development and education, both to competitors and visitors alike. Sections of particular note in this regard are: Lakeside Farm, Discover the Future, Food & Drink, Woodland and countryside conservation, Bees and Honey, Orchards & Cider, Sheep Shearing, Horse Shoeing, Horses, Livestock, The Safety Zone, Horticulture and Vintage Vehicles.

The Show continues to provide a significant contribution to our charitable objectives including with a range of organisations who continue to work with us for mutual benefit. Such examples are;

- Emergency Services and the armed forces - by having a presence at the show they can promote their service and careers for young people.
- Rotary - by providing the 'Meet & Greet' service, the Rotary has a free stand at the Show to promote their charitable works.
- Girl Guides - by providing a pedestrian courier service, the Guides have a free camping site pitch for over 50 girls to experience camping and teamwork whilst providing an essential service.
- Street Theatre Group - by providing the Show with 'Show makers' service the group have a small free stand at the Show and space during the winter on the showground to build their stage sets.
- Castle Cary Rugby Club - by providing volunteers to support the Show with manual tasks, the show makes a donation to their club.
- Carnival Clubs - by providing volunteers to support the Show in the livestock section and sign erecting, the Show makes a donation to their clubs.
- Duke of Edinburgh Awards – In return for providing volunteers to support the Show with manual tasks the Duke of Edinburgh Awards have a free stand to promote the awards scheme.

As an agricultural charity, the Society offers awards, grants, and scholarships to promote agriculture and rural arts. The impact of this funding extends beyond individuals to benefit the wider community. The following priorities have been achieved under these themes:

● The Farm Vet of the Future Award
The Farm Vet of the Future Competition, introduced as a new award in 2023, recognizes final-year veterinary students at accredited UK Veterinary Universities for their dedication and hard work in pursuing a career as a farm vet. The award offers a £1,000 prize to celebrate their commitment to the field. The winner this year was Abi Hunt from the University of Surrey.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

REVIEW OF THE YEAR (CONTINUED)

● Scholars – Further Education and Brymore
In 2024, the Society allocated a total of £11,500 in grants, distributed across 14 individual awards. Recognizing the critical role of education in fulfilling its mission, the Society prioritized supporting students by awarding funding to 12 recipients. Among these, three students from Brymore Academy and nine students pursuing Further Education were granted financial assistance, reinforcing the Society's commitment to fostering educational opportunities and helping students achieve their goals. Each FE student is asked to steward at the RBW Show or the Dairy Show and to contribute an article to the Society's journal.

● Art scholars – This is a bi-annual award, the 2024 scholar received £1,000 bursary.

● WCDA (West Country Dairy Awards) - Established in 1925 the awards provide grants to people studying courses related to the dairy industry. Funds are available to students of all ages who are undertaking further education courses related to the dairy industry, sons and daughters of farmers, farm employees or students. The Bath & West Society supports the WCDA with a donation of £500 per year.

● RASC Commonwealth Conference - The Society funded attendance for two scholars to attend the RASC conference in Edinburgh in 2024. One scholar subsequently presented to Council the benefits of attending. The conference offered the attendees the chance to reconnect, re-engage and learn from world-class speakers, forge friendships and working relationships with other attendees and take part in several carefully curated sessions. It brought an opportunity to be involved in a prestigious event within the agricultural world.

● POW (Prince of Wales Award) -The Prince of Wales Award is intended for projects that are run by the people, for the people with the option for large and diverse parts of the community to become involved. In 2024 the winning community project was the Alhampton Inn.
● Careers - There was a particular focus on careers in 2024 with the team visiting Westfield Schools Careers Day to promote the breadth of careers available in agriculture. This was also a great opportunity to promote the Bath and West Education Hub which delivers resources that are used to learn all about British farming, conservation and natural capital.

Field to Food Education Day

This event was delivered as part of the Society's charitable objectives, Field to Food has been devised in collaboration with educational specialists to ensure that it satisfies aspects of the National Curriculum, as well as being enormous fun for all involved. It was made possible by the enthusiastic participation of local businesses and farms. This year saw 1,451 students attend to participate in their food and farming workshops from livestock exhibits to butter making. This year we were delighted to welcome our Vice Patron, HRH The Duchess of Edinburgh to witness the invaluable learning experienced by the school children.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

REVIEW OF THE YEAR (CONTINUED)

The Food and Drink Festival

On the weekend of 23rd and 24th March 2024, the Bath & West Society hosted a brand-new Food & Drink Festival. The event also celebrated and hosted the British Cheese Awards and brought together foodies, families, and traders for a delightful weekend.

The prestigious British Cheese Awards took centre stage, celebrating the craftsmanship of cheesemakers. Judges meticulously sampled a wide array of cheeses, evaluating flavour, texture, and presentation. The winners received accolades for their outstanding contributions to the world of dairy.

Visitors had the chance to sample award-winning cheeses, from crumbly Cheddars to creamy blues, and learn about the intricate process of cheese production throughout our People's Choice judging competition.

We were delighted to award Cote Hill Dairy with the Supreme Championship Award for their Cote Hill Snowdrop, a fresh cheese matured, and mould ripened.

The Dairy Show

The Dairy Show has developed into the largest Dairy Show in the UK attracting exhibitors from across the Country for the one day show that is attended by farmers, growers and industry leaders.

This year we had a full house of trade stands and a steady flow of visitors from 9.00 until 15.00. We also had a packed seminar programme with the theme of Udderly Agricultural Careers, a topic close to many farmers' hearts as inspiring the next generation into agriculture and its supporting industries is so important.

The Dairy Industry Award was presented to John Clothier. John has spent a lifetime in the industry and grew up making cheese with his mother, that passion for cheese turned into the business of Wyke Farms of which until recently he was chairman. He still grades cheese on a regular basis and has been very good at encouraging the younger people into the industry with the next generation of Clothiers joining the business. Milking robotics, feeding robotics, automatic yard cleaning technologies, drone driven cattle husbandry tools, diet, feed & nutrition regimes, dairy cow health.

Landalive

This was a new sustainable food and farming conference in November, held across two days at the Bath & West Showground with representatives from across the food system, from farmers to policy makers & community food volunteers.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
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ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

REVIEW OF THE YEAR (CONTINUED)

The conference was a collaboration between Sustainable Food Somerset and The Royal Bath & West of England Society, supported by DEFRA's 'Farming in Protected Landscapes' (FIPL) fund through Mendip and Quantocks National Landscapes and Exmoor National Park, with 'in kind' support from Somerset Council.

The event featured talks on a huge variety of topics from leading practitioners, advisors, soil and nutrition specialists, food policy makers and entrepreneurs from across the food supply chain. Speakers covered the nuts and bolts of regenerative farming practice as well as what's new in soil, plant and nutritional science, technology, changing supply chain dynamics and the shifting subsidy landscape. It also covered broader 'systemic' issues such as how to build regional food security and improve nutrient levels in food and make good food more affordable.

With dairy and cattle for beef accounting for over 40% of total output from farming in the South West, regenerative approaches to herd and pasture management were a key focus for the event, drawing on evidence that grazing animals play an essential role in restoring soil fertility and biodiversity. A related theme was how to 'weatherproof' farms going forward, with farm advisor Niels Corfield leading a session on this with farmer Silas Hedley-Lawrence identifying poor soil and pasture health as a cause of systemic weaknesses in grazing operations, leading to lost productivity and unnecessary costs - but easily remediated once identified.

Enterprises

The Bath & West Society's charitable activity is supported by events that take place on the showground and increasingly diverse activities are bringing in welcome funds.

We are delighted to have nurtured our relationships with key repeat events, having seen six Flea Markets, five Toy Fairs and four Antiques Fairs across the year. We continue to work closely with these clients and look forward to this remaining a long and fruitful partnership for years to come.

As well as these regular events, we have also seen the return of some of our most sought-after events; Truckfest, Motorhome Show, two Comic Cons and the ever-popular Vintage Tractor Show.

Across 4 weeks of the summer the Showground was taken over by 3 different religious festivals; Satellites and Commission who also joined us last year came back again, and have rebooked for future years too, as well as New Wine. New Wine came to us for many years, however, left in 2018 to explore alternative locations. We were delighted to welcome them back to the Showground for their 30th anniversary celebrations with us. This year was such a huge success, with around 12,000 people on site, that they have booked for future years and have named the Bath and West Showground as their home once again.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

REVIEW OF THE YEAR (CONTINUED)

We are now continuing to focus on corporate midweek events as our weekends are now filled. This has involved our Enterprises team attending networking events to promote our facilities. We have also attracted a number of film crews to utilise the showground as their base.

Of course, in order to let our premises we need to keep the buildings and infrastructure in good order. There is a significant amount of work to do in this respect, to repair and maintain our buildings and meet all the necessary compliance requirements. The income from our Enterprise lettings will help us fund the programme of repairs.

FINANCIAL REVIEW

Trading improved during the year and produced a net surplus for the first time in many years. This was driven by continued growth in Bath and West Enterprises Limited where turnover increased from £1,279k to £1,832k. Turnover within Bath and West Shows Limited improved from £1,620k to £1,859k driven by a particular strong Dairy Show. The results for the main Royal Bath & West Show also improved but visitors and trade stand holders remained cautious. There was also a small contribution to overheads from the first Food & Drink Festival. Overheads benefited from a refund for past water charges, although underlying overheads increased, particularly staff costs.

Total income for the group was £4,017k (2023: £3,089k). The Society continued to invest in the estate with significantly increased repairs. After expenditure of £3,978k (2023: £3,402k) the group reports a surplus for the year end of £38k. Whilst Bath & West Enterprises Limited reported a surplus of £497k, Bath and West Shows Limited reported a deficit of £56k. Plans have been put in place for 2025 such that Shows are planned to at least break even.

Consolidated unrestricted funds increased by £42k to £4,913k and consolidated restricted funds decreased to £31k from £34k as disclosed in note 18 of the accounts.

Year-end net debt decreased from £469k to £301k, driven by the trading surplus. Capital expenditure remained flat £145k (2023; £142k) as the Society preserved cash. Capital expenditure is expected to increase as trading allows.

Following discussion with its water regarding overpaid sewerage charges the Society received a further £106k during 2024.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

RISK

The Audit Committee provides an important risk management tool for the Society, providing appropriate checks to manage a range of risks that could affect the charity.

The principal risks to the Society are the underperformance of its trading subsidiaries as well as adverse weather and animal disease that might cause the closure of all or some of our Shows.

Although commercial trading activity was stable in 2024, the continued public cost of living issues may also have a bearing on future shows and events attendance plus, expenditure in these areas.

Having given consideration to the budgets which include cash flow forecasts to March 2026, along with the availability of funding from Handelsbanken, the Board believe it is appropriate to continue to adopt the going concern basis for the preparation of the accounts. In making their assessment the Directors have considered a period of at least 12 months from the date of approval of these financial statements.

RESERVES POLICY

The normal reserves policy is to cover the risk of inclement weather and any unplanned repairs and maintenance. The level of reserves should be sufficient to cover at least 3 months of overhead costs of the Society and target liquid reserves are £500k. Whilst the society has yet to return to a normal reserves position, adequate liquidity is maintained through banking arrangements.

DESIGNATED FUNDS

The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the committee meets as necessary during the year to oversee the allocation of monies. The Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund.

The Young People's Fund raises money from cheese sales at the Royal Bath & West Show for charitable giving.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

TANGIBLE FIXED ASSETS AND INVESTMENT PROPERTY

Investment property consists of land in the development zones of the Showground site. The land is stated at fair value. Any gains or losses arising from valuations or disposals are recognised in the statement of financial activities in the year in which they occur.
Having considered market conditions, the Board saw no reason to change the current value of investment properties at £3 million.

Information relating to the changes in tangible fixed assets and investment property is given in Note 9 and Note 10 to the financial statements.

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Society is a charitable company Limited by Guarantee without share capital, the guarantors being the council members to the extent of £1 each. There were 150 (2023: 144) council members at the balance sheet date.

The governing documents of the Society are the Memorandum and Articles of Association dated 23 May 1994 with subsequent amendments agreed on 18 November 1999, 19 February 2004, 16 February 2006 and 16 September 2010. These documents are supported by the Byelaws of the Society which govern the operation of the Society in more detail.

During 2024 the Board have been continuing their work on various Governance matters including considering more of the “Charity Governance Code for Larger Charities” published by the Charity Commission. There are seven principles, and we have considered three more this year including:

- Decision making, risk and control
- Board effectiveness
- Equality, diversity and inclusion

We consider the Principals and Protocols recommended by the Charity Commission and take appropriate action to improve compliance and governance across the Society. Linked to our ongoing Governance review we have now adopted Job Descriptions for both the Trustee Board Chairman and Society Treasurer. Further, we have appointed Martin Thatcher as Trustee Board Vice-chairman.

During the year we have also nominated three new Trustees; Jenny Fenton, Maureen Trott and Ann Louise McKaig. Two members of the Board of Trustees have retired, and we would like to thank Mike Felton and Anthony Gibson for their hard work and contributions whilst serving on the Board.

During the last 12 months we have also adopted a Trustees Code of Conduct, a Whistleblowing Policy and an Environmental, Social and Governance Policy. We have reviewed and updated our Safeguarding of Children and Vulnerable Adults policy. All policies are available on our website. We have also carried out a Trustee Skills Audit and we will also be conducting an Equality, diversity and inclusion audit.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

STRUCTURE, GOVERNANCE AND MANAGEMENT (CONTINUED)

The Society has formal procedures for the induction and training of directors and members. All new members and directors received training and information briefing prior to their first council or board meeting. Directors' training takes place as appropriate.

The annual general meeting comprises full council members and vice presidents. The membership has three representatives on the council of the Society and has an annual members' meeting. The members' representatives are governed by the Byelaws.

Nominations for council membership have to be approved by the directors. Council members are admitted at any general meeting. General meetings are held three times a year. The Society must hold one general meeting as an annual general meeting in each calendar year. General meetings other than the annual meeting are called extraordinary general meetings

The day to day running of the Society is usually delegated to the Chief Executive and in turn the Senior Managers. The Chief Executive reports to the Directors who approve his or her, and senior management remuneration and any annual changes. Annual appraisals are carried out for all staff with any relevant financial and non-financial targets set.

The Society relies upon a large number of volunteer members who meet regularly to discuss and deliver its charitable activities. Volunteers are supervised by the Chief Stewards

RELATED PARTIES

The Society owns 100% of the share capital of Bath & West Enterprises Limited. The principal activities of which is the commercial letting of the showground site, event management and the provision of catering services.

The following directors of The Royal Bath & West of England Society were also directors of Bath & West Enterprises Limited during the year:

L S Moir
M Thatcher

The Society owns 100% of the share capital of Bath and West Shows Limited. The company organises the charitable shows of The Royal Bath & West of England Society and in particular, carries out only such activities as are in furtherance of the charitable objectives.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

The following directors of The Royal Bath & West of England Society were also directors of Bath and West Shows Limited during the year:

D W Cotton
C R Look
R W Uloth

REFERENCE AND ADMINISTRATIVE DETAILS

Charity Name	The Royal Bath & West of England Society
Charity Number:	1039397
Company Number:	02931640
Directors:	E J Allen D W Cotton M J Felton (resigned 24th July 2024) J M Fenton (appointed 24th July 2024) A A Gibson (resigned 24th July 2024) E C Kingston V E Leng C R Look – Chair A L McKaig (appointed 24th July 2024) L S Moir – Honorary Treasurer S C Seager M Thatcher P M Thomson M E Trott (appointed 24th July 2024) R W Uloth Sir D J V Wills Bt
Chief Executive:	C Paris
Registered Office:	The Showground Shepton Mallet Somerset BA4 6QN
Auditor:	PKF Francis Clark Chartered Accountants and Statutory Auditor Blackbrook Gate 1 Blackbrook Business Park Taunton Somerset TA1 2PX
Bankers:	Handelsbanken Bishopbrook House Cathedral Avenue Wells

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors (who are also the trustees of the charitable company for the purposes of charity law) are responsible for preparing the Annual Report of the Directors and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Society and the Group and of the incoming resources and application of resources, including the income and expenditure, of the Group for that year.

In preparing these financial statements the directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Society will continue in business.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Society 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 Society and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the directors are aware:

- there is no relevant audit information of which the Society's auditors are unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Society's website.

Approved by the directors on and signed on their behalf by:

. . . . . .
C R Look
Chair

. . . . . .
L S Moir
Honorary Treasurer

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2024

Opinion

We have audited the financial statements of The Royal Bath & West of England Society (the 'Charitable Parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2024, which comprise the Consolidated Statement of Financial Activities, the Group and Company Balance Sheets, the Consolidated Cash Flow Statement, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group and Charitable Parent Company's affairs as at 31 December 2024 and of the Group's incoming resources and application of resources, including income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate and that the trustees have disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the Group and the Charitable Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

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

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

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 10, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Charitable Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

As part of our audit planning, we obtained an understanding of the legal and regulatory framework that is applicable to the Group. We gained an understanding of the industry in which the Group operates as part of this assessment to identify the key laws and regulations affecting the Group. As part of this, we reviewed the Group's website for indication of any regulations and certification in place and discussed these with the relevant individuals responsible for compliance. The key regulations we identified were health and safety regulations and The General Data Protection Regulation ("GDPR"). We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006 and the Charities: Statement of Recommended Practice (SORP).

We discussed with management how the compliance with these laws and regulations is monitored and discussed policies and procedures in place. As part of our planning procedures, we assessed the risk of any non-compliance with laws and regulations on the Group's ability to continue operating and the risk of material misstatement to the accounts. We also evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements. Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved the following:

- Enquiries of management regarding their knowledge of any non-compliance with laws and regulations that could affect the financial statements.
- Review of the group's GDPR policy, the ICO website and enquiries to the Data Protection Officer as to the occurrence and outcome of any reportable breaches.
- Reviewed legal and professional costs to identify any possible non-compliance or legal costs in respect of non-compliance.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

We assessed the susceptibility of the financial statements to material misstatement through management override or fraud, including in relation to cash income and expenditure, and obtained an understanding of the controls in place to mitigate the risk of fraud. We also discussed with management whether there had been any instances of known or alleged fraud, of which there were none. Based upon our understanding we designed and conducted audit procedures including:

- Audited the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business.
- Reviewed estimates and judgements made in the accounts for any indication of bias and challenged assumptions used by management in making the estimates.
- We undertook audit procedures in respect of income recognition for each material stream of income during the year.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements. This risk increases the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements as we are less likely to become aware of instances of non-compliance. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report

Use of our report

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

.....
Neil Hitchings FCA (Senior Statutory Auditor)
PKF FRANCIS CLARK
Chartered Accountants and Statutory Auditor
Blackbrook Gate 1,
Blackbrook Business Park
Taunton
Somerset
TA1 2PX

Date: .....

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES
INCLUDING INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	Unrestricted Funds 2024 £'000	Restricted Funds 2024 £'000	Total Funds 2024 £'000	Unrestricted Funds 2023 £'000	Restricted Funds 2023 £'000	Total Funds 2023 £'000
INCOME							
Donations and legacies	5	1	-	1	1	-	1
Charitable activities		-	1	1	-	-	-
Other trading activities	4	3,684	-	3,684	2,838	-	2,838
Investments			-	-	-	-	-
Other		331	-	331	250	-	250
TOTAL INCOME		4,016	1	4,017	3,089	-	3,089
EXPENDITURE							
Expenditure on raising funds		1,683	-	1,683	1,347	-	1,347
Expenditure on charitable activities		2,291	4	2,295	2,037	18	2,055
TOTAL EXPENDITURE		3,974	4	3,978	3,384	18	3,402
NET (EXPENDITURE) / INCOME FOR THE YEAR AND MOVEMENT IN FUNDS BEFORE TRANSFERS		42	(3)	39	(295)	(18)	(313)
Transfers		-	-	-	14	(14)	-
NET (EXPENDITURE) / INCOME FOR THE YEAR AND MOVEMENT IN FUNDS AFTER TRANSFERS		42	(3)	39	(281)	(32)	(313)
RECONCILIATION OF FUNDS:							
FUNDS BROUGHT FORWARD		4,871	34	4,905	5,152	66	5,218
FUNDS CARRIED FORWARD		4,913	31	4,944	4,871	34	4,905

The notes on pages 21 to 41 form an integral part of these financial statements.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED AND COMPANY BALANCE SHEETS
AS AT 31 DECEMBER 2024

	Note	Group 2024 £'000	Group 2023 £'000	Company 2024 £'000	Company 2023 £'000
FIXED ASSETS					
Tangible Assets	9	2,426	2,661	2,426	2,661
Investment Properties	10	3,000	3,000	3,000	3,000
Investments	11	-	-	-	-
		5,426	5,661	5,426	5,661
CURRENT ASSETS					
Stock	12	27	22	27	22
Debtors	13	145	217	1,039	865
Cash at Bank and in Hand	14	110	80	3	6
		282	319	1,069	893
LIABILITIES: Creditors Falling Due Within One Year	15	(444)	(723)	(855)	(865)
NET CURRENT (LIABILITIES)/ASSETS		(162)	(404)	214	28
LIABILITIES: Creditors Falling Due After More Than One Year	16	(320)	(352)	(320)	(352)
NET ASSETS		4,944	4,905	5,320	5,337

The charity made a deficit of £17k for the year ended 31 December 2024

(continued on page 19)

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED AND COMPANY BALANCE SHEETS
AS AT 31 DECEMBER 2024 (CONTINUED)

	Note	Group 2024 £'000	Group 2023 £'000	Company 2024 £'000	Company 2023 £'000
FUNDS					
Unrestricted Funds					
General Funds	18	5,159	5,163	5,160	5,164
Non-Charitable Trading Funds	18	(375)	(431)	-	-
Designated Funds	18	129	139	129	139
		4,913	4,871	5,289	5,303
Restricted Funds	18	31	34	31	34
TOTAL FUNDS		4,944	4,905	5,320	5,337

The financial statements were approved by the directors on and signed on their behalf by:

. . . . . .
C R Look
Chair

. . . . . .
L S Moir
Honorary Treasurer

Company Registration Number: 02931640

The notes on pages 21 to 41 form an integral part of these financial statements.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	2024 £'000	2023 £'000
Cash flows from operating activities			
Net cash provided by operating activities	**(a)**	349	2
Cash outflows from investing activities:			
Interest received			-
Payments to acquire tangible fixed assets		(145)	(142)
Cash used in investing activities		(145)	(142)
Cash (outflows)/inflows from financing activities:			
Interest paid		(36)	(36)
Net movement in bank borrowings		(32)	(16)
Cash used in financing activities		(68)	(52)
Increase/(decrease) in cash and cash equivalents		136	(194)
Cash and cash equivalents at 1 January		(85)	107
Cash and cash equivalents at 31 December		51	(85)

(a) Reconciliation of net income to net cash provided by operating activities

	2024 £'000	2023 £'000
Net income for the year	39	(313)
Interest paid/(receivable)	36	36
Depreciation charge	263	235
Loss on Disposal of Fixed Assets	118	-
Increase in Stock	(5)	(5)
(Increase)/decrease in Debtors	72	42
(Decrease)/Increase in Creditors	(174)	7
Cash flows from operating activities	349	2

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

1. COMPANY STATUS

The Company is a registered charity, and a Company Limited by Guarantee incorporated in England and Wales, without share capital. The address of the registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. The guarantors are the council members to the extent of £1 each. There were 150 (2023: 144) members at the balance sheet date.

2. ACCOUNTING POLICIES

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

The financial statements have been prepared in accordance with Accounting and reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The Royal Bath & West of England Society meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

All amounts stated in these financial statements are expressed in round thousands, unless specifically denoted as being displayed to another basis.

The accounts are presented in sterling which is also the functional currency of the Group.

Group financial statements

The financial statements consolidate the results of the charity and its wholly owned subsidiaries, Bath & West Enterprises Limited, Bath and West Shows Limited, Bath and West Estates Management Company Limited, and British Cheese Awards Limited on a line-by-line basis.

A separate Statement of Financial Activities and Income and Expenditure Account for the Company has not been presented because the Company has taken advantage of the exemption afforded by section 408 of the Companies Act 2006.

The Charity meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its individual financial statements. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel. Equivalent information is presented in relation to these group accounts.

2. ACCOUNTING POLICIES (CONTINUED)

Going concern

In the light of the consolidated net current liabilities of £162k (2023: consolidated net current liabilities of £404k) as at 31 December 2024, the directors have given consideration to the operations and financial position of the Group in making their going concern assessment.

Having considered their expectation and intentions for the next twelve months, reviewed alongside budgets for the 2025 financial year and cash flow forecasts prepared to March 2026, the availability of working capital and financial performance and position of both the Group and the Charitable Company, as well as the availability of unrestricted funds, the charitable company and the group are going concerns.

Based on the above, the directors are satisfied that the group and company will continue to operate with sufficient cash headroom and, therefore, it is appropriate to continue to adopt the going concern basis in the preparation of the accounts.

Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The key judgement that has a significant impact on the financial statements is in respect of going concern, as described above, particularly in the light of ongoing general trading, and individuals cost of living conditions.

The key sources of estimation uncertainty that have a significant effect on the amounts recognised in the financial statements are described below.

The directors have considered the proportion of the freehold land, which is considered to be held for development, and consequently disclosed as development properties, and have allocated this to investment properties according to the proportion of land which is intended to be sold.

Investment properties are stated at fair value. The directors' estimate of fair value is based upon valuations provided by external, independent valuers, each of whom have an appropriate recognised professional qualification and relevant experience. The

2. ACCOUNTING POLICIES (CONTINUED)

carrying value of investment properties at the balance sheet date is £3.0m (2023: £3m) as shown in note 10. The Directors commissioned an external professional valuation in 2020 to support their valuation, and subsequent market conditions show no requirement for an impairment.

Key management personnel are considered to be the directors and senior management team. Key management personnel comprised 5 individuals in 2024: Chief Executive, Financial Controller, Head of Commercial Enterprise, Head of Shows and Head of Estates. As trustees, the directors are not remunerated.

Incoming Resources

Income is recognised when the Group has entitlement to the funds, any performance conditions attached to the item(s) of income have been met, it is probable that the income will be received, and the amount can be measured reliably.

Income from government and other grants, whether 'capital' grants or 'revenue' grants, is recognised when the Group has entitlement to the funds, any performance conditions attached to the grants have been met, it is probable that the income will be received, and the amount can be measured reliably and is not deferred.

Revenue from lettings is recognised on provision of the letting or service to the customer in the period to which it relates.

Revenue from shows is recognised during the period in which the relevant show takes place.

Resources Expended

Resources expended are accounted for in the period in which they are incurred.

Certain expenditure is directly attributable to specific activities and has been included in those cost categories. Certain other costs, which are attributable to more than one activity, are apportioned across cost categories on the basis of an estimate of the proportion of time spent by staff on those activities.

Support costs are those costs incurred in support of expenditure on the charitable activities of the Group.

Grants are payments the Company makes voluntarily to other institutions or individuals in order to further its objectives. They are charged to the Statement of Financial Activities in the period in which they are payable.

Tangible Fixed Assets and Depreciation

Tangible fixed assets costing more than £1,000 are capitalised and included at cost (including any incidental expenses of acquisition).

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

2. ACCOUNTING POLICIES (CONTINUED)

Depreciation, calculated on the straight-line method, is provided to write off the cost less estimated residual value of the fixed assets over the course of their useful lives, except for freehold land which is not depreciated. The rates during the period were as follows:-

Showground Buildings and Improvements	2% - 10%
Plant, Implements, Furniture and Fixtures	20% - 25%
Motor Vehicles	25%

Investment Properties

Properties intended for development and sale are included as investment properties. Investment properties are stated at fair value. Any gains or losses arising from valuations or disposals are recognised in the statement of financial activities in the year in which they occur.

Stocks

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

Cash at Bank and in Hand

Cash at bank and in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening the deposit or similar account.

Pension Costs

The Group contributes to a defined contribution pension scheme, the assets of which are held separately from those of the Group. The scheme is independently administered. Contributions are charged to the statement of financial activities as they fall due in accordance with the scheme rules.

Operating Leases

Rentals paid under operating leases are charged to the statement of financial activities on a straight-line basis over the term of the lease.

Fund Accounting

General funds are unrestricted funds which are available for use at the discretion of the directors in furtherance of the Group’s objectives and which have not been designated for particular purposes.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

2. ACCOUNTING POLICIES (CONTINUED)

The non-charitable trading funds are the funds of the subsidiary companies, Bath & West Enterprises Limited and Bath and West Shows Limited.

Designated funds comprise unrestricted funds that have been set aside by the directors for particular purposes. The aim and use of each designated fund is set out in the notes.

Restricted funds are funds which are to be spent in accordance with specific restrictions imposed by donors. The aim and use of each restricted fund is set out in the notes.

Financial Instruments

The Group only has financial assets and financial liabilities that qualify as basic financial instruments, being trade and other debtors and creditors, cash and bank balances and a bank loan.

Basic financial instruments are initially recognised at transaction value and are subsequently measured at their settlement value. Any losses arising from impairment ('doubtful debts') are recognised in the statement of financial activities.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

3. ANALYSIS OF ACTIVITIES

	2024					2023				
	Income	Direct Costs	Support Costs	Transfers	Surplus/ (deficit)	Income	Direct Costs	Support Costs	Transfers	Surplus/ (deficit)
	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000
Unrestricted/Designated										
Membership and education	28	(24)	(80)	-	(76)	19	(23)	(76)	-	(80)
Other Showground income	297	-	(837)	602	62	171	-	(681)	250	(260)
Bath and West Shows Ltd	1,859	(1,260)	(655)	-	(56)	1,620	(1,227)	(700)	-	(307)
Bath & West Enterprises Ltd	1,832	(398)	(720)	(602)	112	1,279	(97)	(580)	(250)	352
Unrestricted total	4,016	(1,682)	(2,292)	-	42	3,089	(1,347)	(2,037)	-	(295)
Restricted										
South West Growth Fund	-	-	(2)	-	(2)	-	-	(3)	-	(3)
Rural Development Programme for England	-	-	-	-	-	-	-	(3)	-	(3)
Field to Food Learning Day	1	-	-	-	1	-	-	-	-	-
Somerset CC Business	-	-	-	-	-	-	-	(10)	-	(10)
Mendip DC REC & First Aid Grant	-	-	(2)	-	(2)	-	-	-	-	-
Other	-	-	-	-	-	-	-	(2)	-	(2)
Restricted total	1	-	(4)	-	(3)	-	-	(18)	-	(18)
	4,017	(1,682)	(2,296)	-	39	3,089	(1,347)	(2,055)	-	(313)

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

4. TRADING SUBSIDIARIES

Bath & West Enterprises Limited

The Company has a wholly owned trading subsidiary, Bath & West Enterprises Limited (Registered Company Number 02891950), which is incorporated in England and Wales. The registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. Bath & West Enterprises Limited carries out the non-primary charitable purpose trading activities, namely the commercial letting of the showground site, event management and the provision of catering services. A summary of its results is shown below:

	2024 £'000	2023 £'000
Turnover	1,832	1,279
Cost of Sales	(398)	(97)
Gross Profit	1,434	1,182
Administrative Expenses (excluding rents payable to parent)	(720)	(580)
Profit on Ordinary Activities Before Rent	714	602
Rent Due to Parent Company	(216)	(216)
Profit on Ordinary Activities	498	386
Distribution paid to Parent Company	386	34

The aggregate of the assets, liabilities and funds were:

	£'000	£'000
Assets	799	792
Liabilities	(209)	(314)
	590	478

Funds represent 2 ordinary shares of £1 each (2023: 2 ordinary shares of £1 each) and the surplus on the profit and loss account of £589,644 (2023: £477,667).

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

4. TRADING SUBSIDIARIES (CONTINUED)

Bath and West Shows Limited

The Company has a wholly owned trading subsidiary, Bath and West Shows Limited (Registered Company Number 08680261), which is incorporated in England and Wales. The registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. Bath and West Shows Limited carries out a primary purpose charitable activity of running the agricultural show of the Society. A summary of its results is shown below:

	2024 £'000	2023 £'000
Turnover	1,859	1,620
Cost of Sales	(1,260)	(1,227)
Gross (Loss) / Profit	599	393
Administrative Expenses	(655)	(700)
(Loss) / Profit on Ordinary Activities	(56)	(307)
Distribution paid to Parent Company	-	-

The aggregate of the assets, liabilities and funds were:

	£'000	£'000
Assets	69	117
Liabilities	(1,034)	(1,026)
	(965)	(909)

Funds represent 3 ordinary shares of £1 each (2023: 3 ordinary shares of £1 each) and the deficit on the profit and loss account of £964,916 (2023: deficit of £908,644).

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

5. INCOME FROM DONATIONS AND LEGACIES

	Group 2024 £'000	Group 2023 £'000
Donations	1	1
	1	1

6. SUPPORT COSTS

	Group 2024 £'000	Group 2023 £'000
Wages and Salaries	942	859
Showground Costs (Facilities)	670	706
Showground Costs (Office)	208	136
Consultancy and Professional Costs	31	48
Finance Costs	43	55
Depreciation	263	235
Loss on Disposal of Fixed Assets	118	-
Auditors' remuneration	21	16
	2,296	2,055

The analysis of auditors' remuneration is as follows:

	Group 2024 £'000	Group 2023 £'000
Audit of these financial statements	9	6
Audit of financial statements of subsidiary companies	9	9
Taxation services	3	1
	21	16

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

7. STAFF COSTS

	Group 2024 £'000	Group 2023 £'000
Wages and Salaries	822	752
Employer's National Insurance	80	72
Pension Costs	40	35
	942	859

The average number of employees was:

	Group 2024	Group 2023
Charitable activities and show organisation	19	17
Site maintenance and development	4	4
	23	21

1 member of staff had emoluments, excluding pension contributions, in the banding £130,000-£140,000 (2023: One employee with emoluments in the banding £120,000-£130,000).

No remuneration was paid to the directors (2023: £Nil) and no expenses have been reimbursed (2023: £Nil).

The total remuneration of key management personnel was £402,502 (5 individuals for the full year). In 2023 it was £339,987 (5 individuals at end of year only).

8. TAXATION STATUS

The Company is exempt from taxation due to its charitable status. The subsidiary companies are subject to corporation tax. However, profits are donated to the charity by way of tax-deductible distribution made within 9 months of the financial year end, and consequently there is no corporation tax payable.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

9. TANGIBLE FIXED ASSETS

GROUP AND COMPANY

	Freehold Land £'000	Freehold Showground Buildings & Improvements £'000	Plant, Implements, Furniture & Fixtures £'000	Motor Vehicles £'000	Total £'000
COST					
As at 1 January 2024	158	7,616	1,068	40	**8,882**
Additions	-	61	84	-	**145**
Disposals	-	(154)	(153)	-	**(307)**
As at 31 December 2024	158	7,523	999	40	**8,720**
DEPRECIATION					
As at 1 January 2024	-	5,270	913	38	**6,221**
Charge for the year	-	217	45	1	**263**
Eliminated on Disposal	-	(37)	(153)	-	**(190)**
As at 31 December 2024	-	5,450	805	39	**6,294**
NET BOOK VALUE					
As at 31 December 2024	158	2,073	194	1	**2,426**
As at 31 December 2023	158	2,346	155	2	**2,661**

The net book value at 31 December 2024 represents fixed assets used entirely for charitable purposes.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

10. INVESTMENT PROPERTIES

GROUP AND COMPANY

	Development Properties £'000
VALUATION	
As at 1 January and 31 December 2024	3,000

The Directors last commissioned a professional external valuation of investment properties by Cooper & Tanner on 31st December 2020. The Directors have reviewed the report and are satisfied that the valuation and its underlying assumptions remain appropriate as at 31 December 2024. There was no external valuation performed as at 31 December 2024.

11. FIXED ASSET INVESTMENTS

COMPANY

The investments held by the Company are investments in subsidiary companies at a total cost of £6 (2023: £6).

Details of undertakings

Undertaking	Holding	Proportion of voting rights and shares held 2024	2023
Subsidiary undertakings			
Bath & West Enterprises Limited	Ordinary	100%	100%
Bath and West Shows Limited	Ordinary	100%	100%
Bath and West Estates Management Company Limited	Ordinary	100%	100%
British Cheese Awards Limited (+)	Ordinary	100%	100%

(+) Shares held by a subsidiary company.

Further information in respect of Bath and West Shows Limited and Bath & West Enterprises Limited is provided in note 4.

The principal activity of both Bath and West Estates Management Company Limited and British Cheese Awards Limited is that of a dormant company.

The registered office of each subsidiary company shown above is The Showground, Shepton Mallet, Somerset, BA4 6QN. Each subsidiary is incorporated in England and Wales.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

12. STOCKS

	Group 2024 £'000	Group 2023 £'000	Company 2024 £'000	Company 2023 £'000
Consumables	27	22	27	22

13. DEBTORS

	Group 2024 £'000	Group 2023 £'000	Company 2024 £'000	Company 2023 £'000
Trade Debtors	54	104	13	13
Amounts Due from Group Undertakings	-	-	937	813
Other Debtors	-	-	-	-
Other Taxation and Social Security	-	-	35	31
Prepayments and Accrued Income	91	113	54	8
	145	217	1,039	865

14. CASH & CASH EQUIVALENTS

	Group 2024 £'000	Group 2023 £'000	Company 2024 £'000	Company 2023 £'000
Cash at bank and in hand	110	80	3	6
Overdraft	(59)	(165)	(59)	(165)
	51	(85)	(56)	(159)

Analysis of net debt

GROUP	At 1 Jan 2024 £'000	Cash flow £'000	At 31 Dec 2024 £'000
Cash at bank and in hand	80	30	110
Bank overdraft	(165)	106	(59)
Bank borrowings	(384)	32	(352)
Total	(469)	168	(301)

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

15. CREDITORS: Amounts falling due within one year

	Group 2024 £'000	Group 2023 £'000	Company 2024 £'000	Company 2023 £'000
Bank Overdraft	59	165	59	165
Bank Borrowings	32	32	32	32
Trade Creditors	78	117	53	93
Amounts Due to Group Undertakings	-	-	620	486
Other Creditors	11	3	11	2
Other Taxation and Social Security	12	34	27	25
Accruals	151	66	50	51
Deferred Income (Note 17)	101	306	3	11
	444	723	855	865

16. CREDITORS: Amounts falling due in over one year

	Group 2024 £'000	Group 2023 £'000	Company 2024 £'000	Company 2023 £'000
Bank borrowings	320	352	320	352

Group and Company

Bank borrowings
The bank loans are denominated in sterling with a nominal interest rate of 2.7% above Base rate, the final instalment is due in October 2026.

The bank loans are secured by debenture over the Company's whole assets and undertakings.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

17. DEFERRED INCOME

	Group 2024 £'000	Group 2023 £'000	Company 2024 £'000	Company 2023 £'000
Balance Brought Forward	306	247	11	11
Trade Stand and other advanced bookings received	11	46	-	-
Rent Received	87	127	2	11
Membership Received	-	-	1	-
Released to Statement of Financial Activities	(303)	(114)	(11)	(11)
Balance Carried Forward	101	306	3	11

Deferred income will be applied as follows:

Deferred Income	101	306	3	11
Within 1 year	101	306	3	11

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

18. STATEMENT OF FUNDS

GROUP	As at 1 January 2024 £'000	Income £'000	Expenditure £'000	Transfers and Gains £'000	As at 31 December 2024 £'000
Unrestricted Funds:					
General Funds	5,163	325	(931)	602	5,159
Bath and West Shows Ltd	(909)	1,859	(1,915)	-	(965)
Bath & West Enterprises Ltd	478	1,832	(1,118)	(602)	590
Designated Funds:					
Charity Committee	38	-	(10)	-	28
Young People's Funds	1	-	-	-	1
Infrastructure Upgrade	100	-	-	-	100
Total Unrestricted Funds	4,871	4,016	(3,974)	-	4,913
Restricted Funds:					
South West Growth Fund	26	-	(2)	-	24
Field to Food Learning Day	-	1	-	-	1
Mendip DC REC F&D Grant	4	-	(1)	-	3
Mendip DC First Aid Grant	4	-	(1)	-	3
Total Restricted Funds	34	1	(4)	-	31
Total Funds	4,905	4,017	(3,978)	-	4,944

The transfer from Bath & West Enterprises Limited also includes an intercompany rent payment of £216k.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

18. STATEMENT OF FUNDS

GROUP	As at 1 January 2023 £'000	Income £'000	Expenditure £'000	Transfers and Gains £'000	As at 31 December 2023 £'000
Unrestricted Funds:					
General Funds	5,507	190	(771)	237	5,163
Bath and West Shows Ltd	(602)	1,620	(1,927)	-	(909)
Bath & West Enterprises Ltd	126	1,279	(677)	(250)	478
Designated Funds:					
Charity Committee	17	-	(6)	27	38
Young People's Funds	4	-	(3)	-	1
Infrastructure Upgrade	100	-	-	-	100
Total Unrestricted Funds	5,152	3,089	(3,384)	14	4,871
Restricted Funds:					
Showering Pavilion Heating System	16	-	(2)	(14)	-
South West Growth Fund	29	-	(3)	-	26
Field to Food Learning Day	10	-	(10)	-	-
Mendip DC REC F&D Grant	4	-	-	-	4
Mendip DC First Aid Grant	4	-	-	-	4
Mental Health in Agriculture	1	-	(1)	-	-
The Queens Canopy	2	-	(2)	-	-
Total Restricted Funds	66	-	(18)	(14)	34
Total Funds	5,218	3,089	(3,402)	-	4,905

The transfer from Bath & West Enterprises Limited also includes an intercompany rent payment of £216k.

18. STATEMENT OF FUNDS (CONTINUED)

Designated Funds:

Charity Committee
The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund.

Young People's Funds
This relates to the funds received from cheese sales at the British Cheese Awards that are designated by the Dairy Produce Committee for charitable giving.

Infrastructure Upgrade
The Company has committed to pay its development partner £150k for the upgrade of showground infrastructure during the course of development and has therefore designated this fund within reserves. As at 31 December 2024, £100k of this commitment remains as £Nil (2023: £Nil) was paid in the year.

Restricted Funds:

Showering Pavilion Heating System
Grants were received to assist towards the costs of the sustainable (biomass) energy heating system in the Showering Pavilion. The system has now been written off in the accounts.

South West Growth Fund
In 2017 a grant of £43k was received from the South West Growth Fund towards the construction of the Rural Enterprise Centre. The balance on this fund represents future depreciation to be written off over the life of the assets.

Field to Food Learning Day
In 2020 a grant of £10k was received from the Fairfield Charitable Trust. The balance was spent running the Field to Food Learning Day in 2023.
In 2024 grants of £500 were received from Shepton Mallet Town Council & Tesco Community Grants towards the Field to Food Learning Day in 2025.

Mendip District Council REC F&D Grant
In 2018 a grant of £5k was received from Mendip District Council to fund the development kitchen in the Rural Enterprise Centre. The balance on this fund represents future depreciation to be written off over the life of the assets.

The Queens Canopy
In 2022, money was raised for the planting of trees to celebrate the Queens Jubilee. The balance of this fund has been spent in 2023.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

18. STATEMENT OF FUNDS (CONTINUED)

. **Mendip District Council First Aid Grant**
In 2019 a grant of £6k was received from Mendip District Council to fund the construction of a First Aid Centre. The balance on this fund represents future depreciation to be written off over the life of the asset.

Mental Health in Agriculture
In 2022 a donation of £1k was received and this was spent in 2023.

COMPANY
For the purpose of section 408 of the Companies Act 2006, the net movement of funds for the Company is a deficit of £17k (2023: deficit of £357k). Total funds brought forward were £5,337k (2023: £5,694k). Total funds carried forward were £5,320k (2023: £5,337k).

19. ANALYSIS OF GROUP NET ASSETS BETWEEN FUNDS

	General Funds £'000	Designated Funds £'000	Restricted Funds £'000	Total £'000
Fund balances at 31 December 2024:				
Tangible Fixed Assets	2,402	-	24	**2,426**
Investment Properties	3,000	-	-	**3,000**
Other Assets/(Liabilities)	(618)	129	7	**(482)**
	4,784	129	31	**4,944**

There are sufficient resources available, held in an appropriate form, to enable restricted and designated funds to be applied in accordance with restrictions imposed.

	General Funds £'000	Designated Funds £'000	Restricted Funds £'000	Total £'000
Fund balances at 31 December 2023:				
Tangible Fixed Assets	2,635	-	26	**2,661**
Investment Properties	3,000	-	-	**3,000**
Other Assets/(Liabilities)	(903)	139	8	**(756)**
	4,732	139	34	**4,905**

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

20. FINANCIAL COMMITMENTS

Financial
As at 31 December 2023 the Group had £Nil authorised and contracted financial commitments (2023: £Nil).

£Nil (2023: £Nil) relates to a contribution to the Company's development partner to upgrade the showground infrastructure for future development, the exact timing of which cannot be determined.

The Hayes catering contract expired on 31st December 2024. Hayes removed much of our kitchen equipment, furniture and tables and chairs from the restaurant. The Society has therefore had to purchase new equipment and furniture to enable us to provide catering for our events and fulfil our contractual obligations.

Obligations under Non-cancellable Leases: as a lessee:-
As at 31 December 2024 the Group had total commitments under non-cancellable operating leases, for the following minimum lease payments:

	2024 £'000	2023 £'000
Expiry Date:		
Within 1 year	-	-
2 to 5 years	-	-
	-	-

The amount of non-cancellable operating lease payments recognised as an expense during the year was £0k (2023: £0k).

Obligations under Non-cancellable Leases: as a lessor:-
As at 31 December 2024 the Group had contracted with tenants under non-cancellable operating leases, for the following minimum lease payments:

	2024 £'000	2023 £'000
Expiry Date:		
Within 1 year	-	130
2 to 5 years	-	-
	-	130

The operating leases represent rental of properties to third parties.

21. RELATED PARTY TRANSACTIONS

In accordance with FRS 102, the company is exempt from the requirement to disclose transactions with wholly owned group companies. There were no other related party transactions in the year (2023: None).

Transactions with the directors are disclosed in Note 7.

22. POST BALANCE SHEET EVENTS

Following a recent VAT case won by Yorkshire Agricultural Society at the Upper Tribunal against HMRC, the Society is submitting retrospective claims to treat most Show income as VAT exempt (with a consequent adjustment to input VAT previously reclaimed). Treatment of VAT has yet to be agreed by HMRC. The quantum of the net expected benefit to the Society depends on which categories are included as Exempt from VAT.

The unplanned purchase of equipment and furniture for the restaurant since the year end has had an impact on the Society's cash flow position.

THE ROYAL BATH AND WEST OF ENGLAND SOCIETY

England & Wales - Charity number 1039397

Accounts

COMPANY NUMBER 02931640
CHARITY NUMBER 1039397

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)

REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR END

31 DECEMBER 2023

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

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THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2023

The directors of the charitable company ("the Society") are its trustees for the purposes of charitable law and throughout this report are collectively referred to as the directors.

The directors submit their report and audited financial statements for the year ended 31 December 2023. The directors' report also represents the trustees' report required by Part 8 of the Charities Act 2011.

OBJECTIVES AND ACTIVITIES

OBJECTIVES

The charitable objectives of the Society are the encouragement of agriculture, manufacture, commerce and rural crafts.

ACTIVITIES

The Society continues to have three main workstreams, each contributing to the charitable objectives:

1. The Royal Bath & West of England Society – responsible for the delivery of the charitable activities of the Society and regeneration and development of the Showground.
2. Bath and West Shows Limited – responsible for organising the Agricultural Shows.
3. Bath & West Enterprises Limited – responsible for the commercial activity on the Showground.

The business model remains quite simple; the net trading surpluses from our Shows and other Showground activity maintain the Society's estate and invests in projects that deliver the charitable objectives – the encouragement of Agriculture, Manufacture, Commerce and Rural Crafts through education and knowledge transfer. The capital realised by releasing land for commercial development provides investment to improve the infrastructure and building stock on the Showground and to support other initiatives that further the Society's objectives.

Our mission remains:
As a rural Charity and through the work within the Rural Enterprise Centre we will be recognised as a key influencer and educator in a range of farming, food and rural issues and be regarded as being at the hub of rural enterprise in Somerset and the West of England.

Our core values are important to us:

- Honesty & Integrity;
- Loyalty & Respect;
- Excellence & Pride; and
- Creativity & Innovation

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

ACTIVITIES (CONTINUED)

PUBLIC BENEFIT

In setting the objectives and planning the activities the Directors have considered the Charity Commission's general guidance on public benefit. The Directors consider how planned activities will contribute to the aims and objectives they have set.

Accentuate the delivery of our charitable objectives

The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund. The Charity Committee continues to distribute financial support to a variety of projects and individuals.

The Committee's objectives are:

- To encourage and facilitate research, education, knowledge transfer, innovation and related activities for the benefit of agriculture, the countryside and the rural economy of the West of England;
- To build an understanding of farming, food and the rural economy among the wider public

REVIEW OF THE YEAR

The following priorities have been achieved under these themes:

• Farm Vet of the Future Award - A new award for 2023 recognising and celebrating the talent of the next generation of farm vets. Won in 2023 by Heather Hemingway-Arnold who impressed the judges with her dissertation on investigating the use of technology and production data to predict lameness in dairy cows. Runner up, Aiden Coe, is a student at the Royal Veterinary College who mapped out the future of the farm vet as a custodian of the farming industry.

• Under 16s Funding. For courses that are relevant to the core values of the Royal Bath and West of England Society.

• Brymore scholars - The Charity Committee supports between five and ten Brymore students each year. The award is usually £500 which they use for extracurricular activities.

• FE students - The Charity Committee supports between five and ten FE students each year. Each student is asked to steward at the RBW Show or the Dairy Show and to contribute an article to the Society's journal. Bursaries range from £500 to £2000 and courses have included: BSc Agri Food Marketing with Business; Veterinary Medicine; MSc Food Security and Sustainable Ag; MSc Food Chain Systems and MSc Applied Ecology

• Art scholars – This is a bi-annual award and the scholar receives £2000. They are invited to exhibit a selection of their work at the Show. It is awarded to artists between the ages of 18 and 30 who are inspired by rural life in the UK.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
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ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

- WCDA (West Country Dairy Awards) - Established in 1925 the awards provide grants to people studying courses related to the dairy industry. Funds are available to students of all ages who are undertaking further education courses related to the dairy industry, sons and daughters of farmers, farm employees or students.

- RASC Commonwealth Conference - The Society has partially funded attendance for several Next Generation Council members. In 2024 the conference will be held in Edinburgh and Jess Madge will be receiving a bursary to assist her to attend.

- POW (Prince of Wales Award). This is intended for projects that are run by the people for the people with the option for large and diverse parts of the community to become involved. Previous winners have included West Somerset Flood Group, St Johns Place, Stogumber Cricket Club, Kempley Produce Market, The APE Project in Bristol and this year's winner Somewhere House Somerset

- LSA (Long Service Award) - This award is presented at the opening ceremony of the Show to those who have worked in agriculture for more than 40 years. In 2023 three individuals were recognised who cumulatively had worked in agriculture for 157 years! Andrew Hedditch, Gerald Hussey and Charlie Oram were presented their awards by joint Society Presidents Lord and Lady Radnor. Stewards who have volunteered at the Show for more than 30 years are also recognised

- EYA (Environmental Youth Award) – This award began in 1996 and covers four counties, Somerset, Dorset, Bristol and Wiltshire. Promoting a better awareness and understanding of conservation and environmental matters the award is given at the Royal Bath and West Show to schools/youth groups who have made a significant contribution to conservation or environmental management. This can be in an urban or rural environment.

- Bath and West Education Hub - The Education Hub was launched in March 2023, masterminded and curated by Lilanie Self. It has been devised to deliver resources that would be used to learn all about British farming, conservation, natural capital and the process of plough to plate. Some STEM (Science, Technology, Engineering and Mathematics) activities have also been included. The content is aimed at educating young people in engaging ways and was created to ensure that it would satisfy aspects of the National Curriculum, with links to 'living things and their habitats' and 'principles of a healthy diet'.

- South West Holstein Club - The South West Holstein Club, incorporating the counties of Dorset and Somerset, is affiliated to Holstein UK and Holstein Young Breeders. In August 2023 the South West Club hosted the annual National Holstein Young Breeders Weekend Rally at the Cannington campus of Bridgwater &Taunton College and the Society has made a donation to the club.

Community Support

• Under 12s Shepton Mallet FC who play in the Midsomer Norton Youth Football League. The Showground supply them with their kit for the season. They finished top of the league table at the end of the season.

• Vixens Ladies netball team - a group of ladies from Somerset who play in the Yeovil District Summer League. The Showground provides their netball kit.
This is a great opportunity to promote the Bath & West Showground across Somerset, to a number of different audiences, as well as supporting two local sports clubs

Field to Food Learning Day

The Field to Food Learning Day was held on April 19th 2023 after a three-year hiatus. Over 1200 schoolchildren were provided with an array of activities to help them understand how the food on their plate is produced. They had the opportunity to get up close to livestock, pretend to be a cow in an auction, make butter, taste cheese, and watch sheep shearing. Created with the purpose of educating and informing young people about agriculture in engaging, interactive ways, the event has evolved from The Royal Bath and West of England Society's founding principles.

Delivered as part of the Society's charitable objectives, Field to Food Learning Day has been devised in collaboration with educational specialists to ensure that it satisfies aspects of the National Curriculum, as well as being enormous fun for all involved. It was made possible by the enthusiastic participation of local businesses and farms.

It's not surprising many children don't realise what goes into getting food on to the supermarket shelf and the day helps them understand the hard work that farmers put in to put the very best of British produce on our plates. Field to Food Learning Day gives ample opportunity to ask questions and even provides teachers with inspiration for further learning once back in the classroom.

The Royal Bath and West Show

The 2023 Show welcomed more than an estimated 108,000 people across the three days full of fun, action and sunshine. The feedback received post Show from our various stakeholders has been tremendously positive, echoing the wonderful atmosphere. At an operational level, internal communications also saw a huge improvement owing to the introduction of a comms centre during Show as well as a Chief Stewards App and announcement platform – all contributing to improved and smoother communication.

The addition of our 'Agricultural Avenue' saw tenth avenue lined with an impressive array of agricultural machinery from suppliers joined by the ever-popular Tractor Ted who continues to entertain our potential farmers of the future.

Also appealing to the next generation was our enhanced Lakeside Farm area which offered a little oasis of educational delights, from spinning to livestock to a butchery demo, all stewarded by a great team of farmers and specialists who informed the public in a fun and interactive way, sparking interest in agriculture and rural activities in our youngest visitors.

With much work put into our permanent horticultural area on the showground ahead of this year's Show, visitors could enjoy the wonderful flora of the Pop Up Gardens, this year including installations from Yeo Valley Organic and The Newt as well as the beautiful floral art and horticultural displays.

The Charitable Impact of the Show

Various aspects of the show provide a direct public benefit, examples of this are: competitions, promotions, skills development and education, both to competitors and visitors alike.
Sections of particular note in this regard are; Lakeside Farm, Discover the Future, Food & Drink, Woodland and countryside conservation, Bees and Honey, Orchards & Cider, Sheep Shearing, Horse Shoeing, Horses, Livestock, The Safety Zone, Horticulture and Vintage Vehicles.

The Show continues to provide a significant contribution to our charitable objectives including with a range of organisations who continue to work with us for mutual benefit. Such examples are;

- Emergency Services and the armed forces - by having a presence at the show they can promote their service and careers for young people.
- Rotary - by providing the 'Meet & Greet' service, the Rotary has a free stand at the Show to promote their charitable works.
- Girl Guides - by providing a pedestrian courier service, the Guides have a free camping site pitch for over 50 girls to experience camping and teamwork whilst providing an essential service.
- Street Theatre Group - by providing the Show with 'Show makers' service the group have a small free stand at the Show and space during the winter on the showground to build their stage sets.
- Castle Cary Rugby Club - by providing volunteers to support the Show with manual tasks, the show makes a donation to their club.
- Carnival Clubs - by providing volunteers to support the Show in the livestock section and sign erecting, the Show makes a donation to their clubs.
- Duke of Edinburgh Awards – In return for providing volunteers to support the Show with manual tasks the Duke of Edinburgh Awards have a free stand to promote the awards scheme.

The Dairy Show

The Dairy Show has developed into the largest Dairy Show in the UK attracting exhibitors from across the Country for the one day show that is attended by farmers, growers and industry leaders. This year the show was back to pre pandemic strength. Visitor numbers were good, trade stand bookings were on budget, with over a quarter of them being new to the event. The cattle entries held up well leading to some exceptional showing and a competitive

Championship. There was also a full seminar programme taking Carbon as a theme which was very well supported throughout the day, to top it all it was a dry day between wet spells, perfect for the good attendance.

On the eve of the Show we held the Dairy Industry Dinner giving a large proportion of the Dairy industry an opportunity to network and meet up. The guest speaker was Shelagh Hancock, CEO of First Milk, who reflected on the changes she has seen in the industry over the last 30 years and the opportunities for women that are now there throughout the sector, from farm right through to the boardroom. The Dairy Industry Award was presented to Marco Winters. Marco has been head of animal genetics with AHDB for 18 years.

The knowledge transfer of innovative technologies at the Dairy Show include:

Milking robotics, feeding robotics, automatic yard cleaning technologies, drone driven cattle husbandry tools, diet, feed & nutrition regimes, dairy cow health including feet & dry cow therapies, crop management, young stock management, genetics & fertility management techniques and veterinary improvements such as reduction in antibiotic usage.

Enterprises

Commercial activity on the showground provides a vital income stream. There are two main income streams: the permanent tenants in the Rural Enterprise Centre and elsewhere on the showground; and the lettings of the showground for external events.

The Rural Enterprise Centre has two permanent tenants as one left during the year.
The income from the showground enables the Society to meet its charitable objectives which are the encouragement of agriculture, manufacture, commerce and rural crafts.

Enterprises is the area where we have the greatest growth prospects if we are able to drive more revenue from letting our premises and during 2023 we have seen a huge range of lettings, from Cheerleading to Antiques, Toy Fairs to Cross Fit and Festivals to Election Counts. We successfully ran more than one event simultaneously on multiple occasions; from a weekend in April with a dog event on one half of the Showground and a cycling event on the other, to a 3-week period throughout the summer which saw back to back 'full' Showground events taking place across the site, plus the addition of a 100 person film crew based in our Works Yard.

Of course, in order to let our premises we need to keep the buildings and infrastructure in good order. There is a significant amount of work to do in this respect, to repair and maintain our buildings and meet all the necessary compliance requirements. The income from our Enterprise lettings will help us fund the programme of repairs.

2024 Group Trading Conditions

Trading conditions for the group remained challenging in 2023 with the cost of living crisis. Rising inflation, interest rates and utilities costs impacted upon the Society and will also have had an impact on ticket sales for events as consumers had less disposable income. It is hoped that as inflation is brought under control interest rates will begin to fall and with energy prices reducing that consumers will have more disposable income.

The Bath and West Shows Team are launching a new Food and Drink Festival in March 2024 which gives an opportunity for local producers to showcase their products. This will also provide a home to the British Cheese Awards. This adds a fantastic new commercial activity to our calendar. In November there will also be a new conference and exhibition- Landalive. This conference and exhibition makes the case for transition to a more localised, regenerative farming and food system. Leading practitioners, policy makers and influencers from across the food system will present a new vision of the future of food, focused specifically on building resilience at a regional level. Key to this is the transition, at scale, to regenerative farming, to harness the carbon-storing power of soil and restore biodiversity, whilst democratising access to nutrient rich food.

An opportunity for the Society is to grow the restaurant sales. The restaurant is currently ancillary to our events and is only open when events are on site. There is an opportunity to put on our own events in the restaurant to drive footfall onto the showground. We are looking at evening options such as Murder Mystery evenings, opening for key sporting events, such as Wimbledon and improving the food offering to make the restaurant a destination.

FINANCIAL REVIEW

The Society continued to recover from the COVID period, in particular in Bath and West Enterprises Limited where turnover increased from £883k to £1,279k. However the wider trading conditions remained challenging given the uncertain economic outlook, rising, interest rates and utilities costs. Thus turnover within Bath and West Shows Limited was broadly flat as trade stand holders were more cautious and the visitors to shows fell. Total income for the group was £3,089k (2022: £2,951) However the Society continued to invest in the estate with significantly increased repairs and a return to full staffing levels, in particular to support the increasing client base within Bath & West Enterprises. After expenditure of £3,402k (2022: £3,087k) the group reports a deficit for the year end of £313k. Whilst Bath & West Enterprises reported a surplus of £386k, Bath & West Shows Limited reported a disappointing deficit of £307k. Plans have been put in place for 2024 such that Shows are planned at least break even, before returning to profitability in 2025.

Consolidated unrestricted funds decreased by £281k to £4,871k and consolidated restricted funds decreased to £34k from £66k in the prior year as disclosed in note 18 of the accounts.

Year end net debt increased from £293k to £469k, partly due to an increased level of capital expenditure of £142k (2022; £3k) as the Society continues to invest in its infrastructure to support the increasing demand within Bath & West Enterprises. We anticipate that debt will continue to increase as we improve the showground, funded by increased borrowings and also by improving profitability.

RISK

The Audit Committee provides an important risk management tool for the Society, providing appropriate checks to manage a range of risks that could affect the charity.

The principal risks to the Society are the underperformance of its trading subsidiaries as well as adverse weather and animal disease that might cause the closure of all or some of our Shows.

Although commercial trading activity returned to normal in 2023, the continued public cost of living issues may also have a bearing on future shows and events attendance plus, expenditure in these areas.

Having given consideration to the budgets which include cash flow forecasts to December 2025, along with the availability of funding from Handelsbanken, the Board believe it is appropriate to continue to adopt the going concern basis for the preparation of the accounts. In making their assessment the Directors have considered a period of at least 12 months from the date of approval of these financial statements.

RESERVES POLICY

The normal reserves policy is to cover the risk of inclement weather and any unplanned repairs and maintenance. The level of reserves should be sufficient to cover at least 3 months of overhead costs of the Society and target liquid reserves are £500k. Whilst the society has yet to return to a normal reserves position, adequate liquidity is maintained through banking arrangements.

DESIGNATED FUNDS

The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the committee meets as necessary during the year to oversee the allocation of monies. The Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund.

The Young People's Fund raises money from cheese sales at the Royal Bath & West Show for charitable giving. However, there were no cheese sales from the show in 2023 because there was no normal cheese show.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

TANGIBLE FIXED ASSETS AND INVESTMENT PROPERTY

Investment property consists of land in the development zones of the Showground site. The land is stated at fair value. Any gains or losses arising from valuations or disposals are recognised in the statement of financial activities in the year in which they occur.
Having considered market conditions, the Board saw no reason to change the current value of investment properties at £3 million.

Information relating to the changes in tangible fixed assets and investment property is given in Note 9 and Note 10 to the financial statements. Financial commitments as at 31 December 2023 are disclosed in Note 20.

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Society is a charitable company Limited by Guarantee without share capital, the guarantors being the council members to the extent of £1 each. There were 144 (2022: 145) council members at the balance sheet date.

The governing documents of the Society are the Memorandum and Articles of Association dated 23 May 1994 with subsequent amendments agreed on 18 November 1999, 19 February 2004, 16 February 2006 and 16 September 2010. These documents are supported by the Byelaws of the Society which govern the operation of the Society in more detail.

The business of the Society is managed by the directors who may exercise all the powers of the Society. The directors are appointed by the Society at the annual general meeting or by the directors although, if appointed by the directors, the director can only hold office until the next annual general meeting. The directors usually meet four times a year. At every annual general meeting directors retiring by rotation may be re-elected.

There is a regular review of the structure of the directors of the Society. This involves a skills review as well as a review of each director's responsibilities across the Society. When a requirement is identified, a review is made to recruit directors from within the council and volunteer structure of the Society. However, for certain more specialist skills advice is sought externally.

The Directors have been undertaking a Governance review in accordance with the Charity Governance Code for larger charities. The seven codes are:

- Organisational Purpose
- Leadership
- Integrity
- Decision-making, risk and control
- Board effectiveness
- Equality, diversity and inclusion
- Openness and accountability

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

STRUCTURE, GOVERNANCE AND MANAGEMENT (CONTINUED)

As the Board works through the different codes it highlights any weaknesses and areas for improvement. As a result, we are introducing and reviewing a number of different policies and practices to enhance our Governance. As a Charity it is important that we comply with all relevant legislation and regulations whilst also delivering our Charitable objectives.

The Society has formal procedures for the induction and training of directors and members. All new members and directors receive a training and information briefing prior to their first council or board meeting. Directors' training takes place as appropriate.

The annual general meeting comprises full council members and vice presidents. The membership has three representatives on the council of the Society and has an annual members' meeting. The members' representatives are governed by the Byelaws.

Nominations for council membership have to be approved by the directors. Council members are admitted at any general meeting. General meetings are held three times a year. The Society must hold one general meeting as an annual general meeting in each calendar year. General meetings other than the annual meeting are called extraordinary general meetings.

The day to day running of the Society is usually delegated to the Chief Executive and in turn the Senior Managers. The Chief Executive reports to the Directors who approve his or her, and senior management remuneration and any annual changes. Annual appraisals are carried out for all staff with any relevant financial and non-financial targets set.

The Society relies upon a large number of volunteer members who meet regularly to discuss and deliver its charitable activities. Volunteers are supervised by the Chief Stewards and a Code of Conduct for Volunteers was introduced during the year.

RELATED PARTIES

The Society owns 100% of the share capital of Bath & West Enterprises Limited. The principal activities of which is the commercial letting of the showground site, event management and the provision of catering services.

The following directors of The Royal Bath & West of England Society were also directors of Bath & West Enterprises Limited during the year:

Dr L S Moir
M J Felton
M Thatcher

The Society owns 100% of the share capital of Bath and West Shows Limited. The company organises the charitable shows of The Royal Bath & West of England Society and in particular, carries out only such activities as are in furtherance of the charitable objectives.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

The following directors of The Royal Bath & West of England Society were also directors of Bath and West Shows Limited during the year:

A Gibson OBE
D Cotton
C Look
R Uloth

REFERENCE AND ADMINISTRATIVE DETAILS

Charity Name	The Royal Bath & West of England Society
Charity Number:	1039397
Company Number:	02931640
Directors:	Dr L S Moir – Honorary Treasurer M J Felton A Gibson OBE Mrs C R Look - Chairman M Thatcher R W Uloth Sir David Wills Bt P M Thomson Mrs S Seagar Mrs V E Leng D Cotton E Kingston E Allen (appointed 14 July 2023)
Chief Executive:	Mrs C Paris
Registered Office:	The Showground Shepton Mallet Somerset BA4 6QN
Auditor:	PKF Francis Clark Chartered Accountants and Statutory Auditor Blackbrook Gate 1 Blackbrook Business Park Taunton Somerset TA1 2PX
Bankers:	Handelsbanken Bishopbrook House Cathedral Avenue Wells BA5 1FD

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors (who are also the trustees of the charitable company for the purposes of charity law) are responsible for preparing the Annual Report of the Directors and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Society and the Group and of the incoming resources and application of resources, including the income and expenditure, of the Group for that year.

In preparing these financial statements the directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Society will continue in business.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Society 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 Society and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the directors are aware:

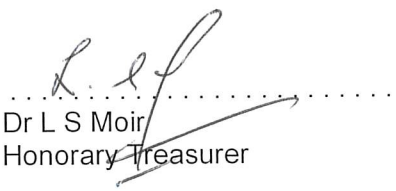
- there is no relevant audit information of which the Society's auditors are unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Society's website.

Approved by the directors on and signed on their behalf by:



C Look
Chairman



Dr L S Moir
Honorary Treasurer

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2023

Opinion

We have audited the financial statements of The Royal Bath & West of England Society (the 'Charitable Parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2023, which comprise the Consolidated Statement of Financial Activities, the Group and Company Balance Sheets, the Consolidated Cash Flow Statement, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group and Charitable Parent Company's affairs as at 31 December 2023 and of the Group's incoming resources and application of resources, including income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate and that the trustees have disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the Group and the Charitable Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

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

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

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 10, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

In preparing the financial statements, the directors are responsible for assessing the Charitable Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

As part of our audit planning we obtained an understanding of the legal and regulatory framework that is applicable to the Group. We gained an understanding of the industry in which the Group operates as part of this assessment to identify the key laws and regulations affecting the Group. As part of this, we reviewed the Group's website for indication of any regulations and certification in place and discussed these with the relevant individuals responsible for compliance. The key regulations we identified were health and safety regulations and The General Data Protection Regulation ("GDPR"). We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006 and the Charities: Statement of Recommended Practice (SORP).

We discussed with management how the compliance with these laws and regulations is monitored and discussed policies and procedures in place. As part of our planning procedures, we assessed the risk of any non-compliance with laws and regulations on the Group's ability to continue operating and the risk of material misstatement to the accounts. We also evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements. Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved the following:

- Enquiries of management regarding their knowledge of any non-compliance with laws and regulations that could affect the financial statements.
- Review of the group's GDPR policy, the ICO website and enquiries to the Data Protection Officer as to the occurrence and outcome of any reportable breaches.
- Reviewed legal and professional costs to identify any possible non-compliance or legal costs in respect of non-compliance.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

We assessed the susceptibility of the financial statements to material misstatement through management override or fraud, including in relation to cash income and expenditure, and obtained an understanding of the controls in place to mitigate the risk of fraud. We also discussed with management whether there had been any instances of known or alleged fraud, of which there were none. Based upon our understanding we designed and conducted audit procedures including:

- Audited the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business.
- Reviewed estimates and judgements made in the accounts for any indication of bias and challenged assumptions used by management in making the estimates.
- We undertook audit procedures in respect of income recognition for each material stream of income during the year.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements. This risk increases the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements as we are less likely to become aware of instances of non-compliance. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report

Use of our report

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

PKF Francis Clark

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Neil Hitchings FCA (Senior Statutory Auditor)
PKF FRANCIS CLARK
Chartered Accountants and Statutory Auditor
Blackbrook Gate 1,
Blackbrook Business Park
Taunton
Somerset
TA1 2PX

Date: 5/4/24

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	Unrestricted Funds 2023 £'000	Restricted Funds 2023 £'000	Total Funds 2023 £'000	Unrestricted Funds 2022 £'000	Restricted Funds 2022 £'000	Total Funds 2022 £'000
INCOME							
Donations and legacies	5	1	-	**1**	3	2	5
Charitable activities		-	-	**-**	-	-	-
Other trading activities	4	2,838	-	**2,838**	2,539	-	2,539
Investments		-	-	**-**	-	-	-
Other		250	-	**250**	407	-	407
TOTAL INCOME		3,089	-	**3,089**	2,949	2	2,951
EXPENDITURE							
Expenditure on raising funds		1,347	-	**1,347**	1,175	-	1,175
Expenditure on charitable activities		2,037	18	**2,055**	1,856	56	1,912
TOTAL EXPENDITURE		3,384	18	**3,402**	3,031	56	3,087
NET (EXPENDITURE) / INCOME FOR THE YEAR AND MOVEMENT IN FUNDS BEFORE TRANSFERS		(295)	(18)	**(313)**	(82)	(54)	(136)
Transfers		14	(14)	-	-	-	-
NET (EXPENDITURE) / INCOME FOR THE YEAR AND MOVEMENT IN FUNDS AFTER TRANSFERS		(281)	(32)	**(313)**	(82)	(54)	(136)
RECONCILIATION OF FUNDS:							
FUNDS BROUGHT FORWARD		5,152	66	**5,218**	5,234	120	5,354
FUNDS CARRIED FORWARD		4,871	34	**4,905**	5,152	66	5,218

The notes on pages 21 to 41 form an integral part of these financial statements.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED AND COMPANY BALANCE SHEETS
AS AT 31 DECEMBER 2023

	Note	Group 2023 £'000	Group 2022 £'000	Company 2023 £'000	Company 2022 £'000
FIXED ASSETS					
Tangible Assets	9	**2,661**	2,754	**2,661**	2,754
Investment Properties	10	**3,000**	3,000	**3,000**	3,000
Investments	11	**-**	-	-	-
		5,661	5,754	**5,661**	5,754
CURRENT ASSETS					
Stock	12	**22**	17	**22**	17
Debtors	13	**217**	259	**865**	628
Cash at Bank and in Hand	14	**80**	107	**6**	43
		319	383	**893**	688
LIABILITIES: Creditors Falling Due Within One Year	15	**(723)**	(538)	**(865)**	(367)
NET CURRENT (LIABILITIES)/ASSETS		**(404)**	(155)	**28**	321
LIABILITIES: Creditors Falling Due After More Than One Year	16	**(352)**	(381)	**(352)**	(381)
NET ASSETS		**4,905**	5,218	**5,337**	5,694

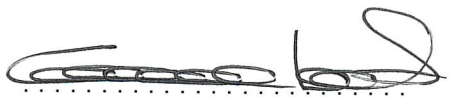
The charity made a deficit of £357k for the year ended 31 December 2023

(continued on page 19)

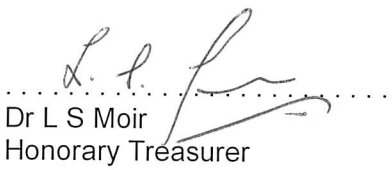
THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED AND COMPANY BALANCE SHEETS
AS AT 31 DECEMBER 2023 (CONTINUED)

	Note	Group 2023 £'000	Group 2022 £'000	Company 2023 £'000	Company 2022 £'000
FUNDS					
Unrestricted Funds					
General Funds	18	**5,163**	5,507	**5,164**	5,507
Non-Charitable Trading Funds	18	**(431)**	(476)	**-**	-
Designated Funds	18	**139**	121	**139**	121
		4,871	5,152	**5,303**	5,628
Restricted Funds	18	**34**	66	**34**	66
TOTAL FUNDS		**4,905**	5,218	**5,337**	5,694

The financial statements were approved by the directors on and signed on their behalf by:



Catherine Look
Chairman



Dr L S Moir
Honorary Treasurer

Company Registration Number: 02931640

The notes on pages 21 to 41 form an integral part of these financial statements.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	2023 £'000	2022 £'000
Cash flows from operating activities			
Net cash provided by operating activities	(a)	**2**	115
Cash outflows from investing activities:			
Interest received		**-**	-
Payments to acquire tangible fixed assets		**(142)**	(3)
Cash used in investing activities		**(142)**	(3)
Cash (outflows)/inflows from financing activities:			
Interest paid		**(36)**	(13)
Net movement in bank borrowings		**(16)**	100
Cash used in financing activities		**(52)**	87
Increase/(decrease) in cash and cash equivalents		**(192)**	199
Cash and cash equivalents at 1 January		**107**	(92)
Cash and cash equivalents at 31 December		**(85)**	107

(a) Reconciliation of net income to net cash provided by operating activities

	2023 £'000	2022 £'000
Net expenditure for the year	**(313)**	(136)
Interest paid/(receivable)	**36**	12
Depreciation charge/loss on disposal	**235**	305
Gain on revaluation of investment properties	**-**	-
Increase in stock	**(5)**	-
(Increase)/decrease in debtors	**42**	(89)
(Decrease)/Increase in creditors	**7**	23
Cash flows from operating activities	**2**	115

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023

1. COMPANY STATUS

The Company is a registered charity and a Company Limited by Guarantee incorporated in England and Wales, without share capital. The address of the registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. The guarantors are the council members to the extent of £1 each. There were 144 (2022: 145) members at the balance sheet date.

2. ACCOUNTING POLICIES

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

The financial statements have been prepared in accordance with Accounting and reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The Royal Bath & West of England Society meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

All amounts stated in these financial statements are expressed in round thousands, unless specifically denoted as being displayed to another basis.

The accounts are presented in sterling which is also the functional currency of the Group.

Group financial statements

The financial statements consolidate the results of the charity and its wholly owned subsidiaries, Bath & West Enterprises Limited, Bath and West Shows Limited, Bath and West Estates Management Company Limited, and British Cheese Awards Limited on a line-by-line basis.

A separate Statement of Financial Activities and Income and Expenditure Account for the Company has not been presented because the Company has taken advantage of the exemption afforded by section 408 of the Companies Act 2006.

The Charity meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its individual financial statements. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel. Equivalent information is presented in relation to these group accounts.

2. ACCOUNTING POLICIES (CONTINUED)

Going concern

In the light of the consolidated net current liabilities of £404k (2022: consolidated net current liabilities of £155k) as at 31 December 2023, the directors have given consideration to the operations and financial position of the Group in making their going concern assessment.

Having considered their expectation and intentions for the next twelve months, reviewed alongside budgets for the 2024 financial year and cash flow forecasts prepared to December 2025, the availability of working capital and financial performance and position of both the Group and the Charitable Company, as well as the availability of unrestricted funds, the charitable company and the group are going concerns.

Based on the above, the directors are satisfied that the group and company will continue to operate with sufficient cash headroom and, therefore, it is appropriate to continue to adopt the going concern basis in the preparation of the accounts.

Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The key judgement that has a significant impact on the financial statements is in respect of going concern, as described above, particularly in the light of ongoing general trading, and individuals cost of living conditions.

The key sources of estimation uncertainty that have a significant effect on the amounts recognised in the financial statements are described below.

The directors have considered the proportion of the freehold land which is considered to be held for development, and consequently disclosed as development properties, and have allocated this to investment properties according to the proportion of land which is intended to be sold.

Investment properties are stated at fair value. The directors' estimate of fair value is based upon valuations provided by external, independent valuers, each of whom have an appropriate recognised professional qualification and relevant experience. The

2. ACCOUNTING POLICIES (CONTINUED)

carrying value of investment properties at the balance sheet date is £3.0m (2022: £3m) as shown in note 10. The Directors commissioned an external professional valuation in 2020 to support their valuation, and subsequent market conditions show no requirement for an impairment.

Key management personnel are considered to be the directors and senior management team. Key management personnel comprised 5 individuals in 2023: Chief Executive, Financial Controller, Head of Commercial Enterprise, Head of Estates & Head of Marketing. As trustees, the directors are not remunerated.

Incoming Resources

Income is recognised when the Group has entitlement to the funds, any performance conditions attached to the item(s) of income have been met, it is probable that the income will be received and the amount can be measured reliably.

Income from government and other grants, whether 'capital' grants or 'revenue' grants, is recognised when the Group has entitlement to the funds, any performance conditions attached to the grants have been met, it is probable that the income will be received and the amount can be measured reliably and is not deferred.

Revenue from lettings is recognised on provision of the letting or service to the customer in the period to which it relates.

Revenue from shows is recognised during the period in which the relevant show takes place.

Resources Expended

Resources expended are accounted for in the period in which they are incurred.

Certain expenditure is directly attributable to specific activities and has been included in those cost categories. Certain other costs, which are attributable to more than one activity, are apportioned across cost categories on the basis of an estimate of the proportion of time spent by staff on those activities.

Support costs are those costs incurred in support of expenditure on the charitable activities of the Group.

Grants are payments the Company makes voluntarily to other institutions or individuals in order to further its objectives. They are charged to the Statement of Financial Activities in the period in which they are payable.

Tangible Fixed Assets and Depreciation

Tangible fixed assets costing more than £1,000 are capitalised and included at cost (including any incidental expenses of acquisition).

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2. ACCOUNTING POLICIES (CONTINUED)

Depreciation, calculated on the straight-line method, is provided to write off the cost less estimated residual value of the fixed assets over the course of their useful lives, except for freehold land which is not depreciated. The rates during the period were as follows:-

Showground Buildings and Improvements	2% - 10%
Plant, Implements, Furniture and Fixtures	20% - 25%
Motor Vehicles	25%

Investment Properties

Properties intended for development and sale are included as investment properties. Investment properties are stated at fair value. Any gains or losses arising from valuations or disposals are recognised in the statement of financial activities in the year in which they occur.

Stocks

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

Cash at Bank and in Hand

Cash at bank and in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening the deposit or similar account.

Pension Costs

The Group contributes to a defined contribution pension scheme, the assets of which are held separately from those of the Group. The scheme is independently administered. Contributions are charged to the statement of financial activities as they fall due in accordance with the scheme rules.

Operating Leases

Rentals paid under operating leases are charged to the statement of financial activities on a straight-line basis over the term of the lease.

Fund Accounting

General funds are unrestricted funds which are available for use at the discretion of the directors in furtherance of the Group's objectives and which have not been designated for particular purposes.

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2. ACCOUNTING POLICIES (CONTINUED)

The non-charitable trading funds are the funds of the subsidiary companies, Bath & West Enterprises Limited and Bath & West Shows Limited.

Designated funds comprise unrestricted funds that have been set aside by the directors for particular purposes. The aim and use of each designated fund is set out in the notes.

Restricted funds are funds which are to be spent in accordance with specific restrictions imposed by donors. The aim and use of each restricted fund is set out in the notes.

Financial Instruments

The Group only has financial assets and financial liabilities that qualify as basic financial instruments, being trade and other debtors and creditors, cash and bank balances and a bank loan.

Basic financial instruments are initially recognised at transaction value and are subsequently measured at their settlement value. Any losses arising from impairment ('doubtful debts') are recognised in the statement of financial activities.

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3. ANALYSIS OF ACTIVITIES

	2023 Income	Direct Costs	Support Costs	Gains on Investment Properties	Transfers	Surplus/ (deficit)
	£'000	£'000	£'000	£'000	£'000	£'000
Unrestricted/Designated						
Membership and education	19	(23)	(76)	-	-	(80)
Other Showground income	171	-	(681)	-	250	(260)
Bath and West Shows Ltd	1,620	(1,227)	(700)	-	-	(307)
Bath & West Enterprises Ltd	1,279	(97)	(580)	-	(250)	352
Unrestricted total	3,089	(1,347)	(2,037)	-	-	(295)
Restricted						
South West Growth Fund	-	-	(3)	-	-	-
Rural Development	-	-	(3)	-	-	-
Programme for England	-	-	-	-	-	-
Field to Food Learning Day	-	-	-	-	-	-
Somerset CC Business	-	-	(10)	-	-	-
Restart and Recovery Fund	-	-	-	-	-	-
Other	-	-	(2)	-	-	-
Restricted total	-	-	(18)	-	-	(18)
	3,089	(1,347)	(2,055)	-	-	(313)

	2022 Income	Direct Costs	Support Costs	Gains on Investment Properties	Transfers	Surplus/ (deficit)
	£'000	£'000	£'000	£'000	£'000	£'000
Unrestricted/Designated						
Membership and education	34	(9)	(85)	-	-	(60)
Other Showground income	376	-	(631)	-	222	(33)
Bath and West Shows Ltd	1,656	(1,142)	(531)	-	-	(17)
Bath & West Enterprises Ltd	883	(24)	(609)	-	(222)	28
Unrestricted total	2,949	(1,175)	(1,856)	-	-	(82)
Restricted						
South West Growth Fund	-	-	(3)	-	-	(3)
Rural Development	-	-	(1)	-	-	(1)
Programme for England	-	-	-	-	-	-
Field to Food Learning Day						
Somerset CC Business	-	-	(50)	-	-	(50)
Restart and Recovery Fund	2	-	(2)	-	-	-
Other						
Restricted total	2	-	(56)	-	-	(54)
	2,951	(1,175)	(1,912)	-	-	(136)

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

4. TRADING SUBSIDIARIES

Bath & West Enterprises Limited

The Company has a wholly owned trading subsidiary, Bath & West Enterprises Limited (Registered Company Number 02891950), which is incorporated in England and Wales. The registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. Bath & West Enterprises Limited carries out the non-primary charitable purpose trading activities, namely the commercial letting of the showground site, event management and the provision of catering services. A summary of its results is shown below:

	2023 £'000	2022 £'000
Turnover	**1,279**	883
Cost of Sales	**(97)**	(24)
Gross Profit	**1,182**	859
Administrative Expenses (excluding rents payable to parent)	**(580)**	(609)
Profit on Ordinary Activities Before Rent	**602**	250
Rent Due to Parent Company company)	**(216)**	(216)
Profit on Ordinary Activities	**386**	34
Distribution paid to Parent Company	**34**	6

The aggregate of the assets, liabilities and funds were:

	£'000	£'000
Assets	**792**	400
Liabilities	**(314)**	(274)
	478	126

Funds represent 2 ordinary shares of £1 each (2022: 2 ordinary shares of £1 each) and the surplus on the profit and loss account of £477,667 (2022: £126,162).

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4. TRADING SUBSIDIARIES (CONTINUED)

Bath and West Shows Limited

The Company has a wholly owned trading subsidiary, Bath and West Shows Limited (Registered Company Number 08680261), which is incorporated in England and Wales. The registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. Bath and West Shows Limited carries out a primary purpose charitable activity of running the agricultural shows of the Society. A summary of its results is shown below:

	2023 £'000	2022 £'000
Turnover	**1,620**	1,656
Cost of Sales	**(1,227)**	(1,142)
Gross (Loss) / Profit	**393**	514
Administrative Expenses	**(700)**	(531)
(Loss) / Profit on Ordinary Activities	**(307)**	(17)
Distribution paid to Parent Company	**-**	-

The aggregate of the assets, liabilities and funds were:

	£'000	£'000
Assets	**117**	94
Liabilities	**(1,026)**	(696)
	(909)	(602)

Funds represent 3 ordinary shares of £1 each (2022: 3 ordinary shares of £1 each) and the deficit on the profit and loss account of £908,644 (2022: deficit of £601,560).

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5. INCOME FROM DONATIONS AND LEGACIES

	Group 2023 £'000	Group 2022 £'000
Donations	1	5
	1	5

6. SUPPORT COSTS

	Group 2023 £'000	Group 2022 £'000
Wages and Salaries	859	597
Showground Costs (Facilities)	706	702
Showground Costs (Office)	136	155
Consultancy and Professional Costs	48	50
Finance Costs	55	89
Depreciation	235	305
Auditors remuneration	16	14
	2,055	1,912

The analysis of auditors' remuneration is as follows:

	Group 2023 £'000	Group 2022 £'000
Audit of these financial statements	6	5
Audit of financial statements of subsidiary companies	9	8
Taxation services	1	1
	16	14

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

7. STAFF COSTS

	Group 2023 £'000	Group 2022 £'000
Wages and Salaries	**752**	528
Employer's National Insurance	**72**	49
Pension Costs	**35**	20
Redundancy Costs	-	-
	859	597

The average number of employees was:

	Group 2023	Group 2022
Charitable activities and show organisation	**17**	16
Site maintenance and development	**4**	4
	21	20

1 member of staff had emoluments, excluding pension contributions, in the banding £120,000-£130,000 (2022: No employees with emoluments over £60,000).

No remuneration was paid to the directors (2022: £Nil) and no expenses have been reimbursed (2022: £Nil).

The total remuneration of key management personnel was £339,987 (5 individuals). In 2022 it was £205,727 (6 individuals).

8. TAXATION STATUS

The Company is exempt from taxation due to its charitable status. The subsidiary companies are subject to corporation tax. However, profits are donated to the charity by way of tax-deductible distribution made within 9 months of the financial year end, and consequently there is no corporation tax payable.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

9. TANGIBLE FIXED ASSETS

GROUP AND COMPANY

	Freehold Land £'000	Freehold Showground Buildings & Improvements £'000	Plant, Implements, Furniture & Fixtures £'000	Motor Vehicles £'000	Total
COST					
As at 1 January 2023	158	7,616	928	38	**8,740**
Additions	-	-	140	2	**142**
Disposals	-	-	-	-	**-**
As at 31 December 2023	158	7,616	1,068	40	**8,882**
DEPRECIATION					
As at 1 January 2023	-	5,052	896	38	**5,986**
Charge for the year	-	218	17	-	**235**
Eliminated on Disposal	-	-	-	-	**-**
As at 31 December 2023	-	5,270	913	38	**6,221**
NET BOOK VALUE					
As at 31 December 2023	**158**	**2,346**	**155**	**2**	**2,661**
As at 31 December 2022	158	2,564	32	-	2,754

The net book value at 31 December 2023 represents fixed assets used entirely for charitable purposes.

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10. INVESTMENT PROPERTIES

GROUP AND COMPANY

	Development Properties £'000
VALUATION	
As at 1 January and 31 December 2023	3,000

The Directors last commissioned a professional external valuation of investment properties by Cooper & Tanner on 31st December 2020. The Directors have reviewed the report and are satisfied that the valuation and its underlying assumptions remain appropriate as at 31 December 2023. There was no external valuation performed as at 31 December 2023.

11. FIXED ASSET INVESTMENTS

COMPANY

The investments held by the Company are investments in subsidiary companies at a total cost of £6 (2022: £6).

Details of undertakings

Undertaking	Holding	Proportion of voting rights and shares held 2023	2022
Subsidiary undertakings			
Bath & West Enterprises Limited	Ordinary	100%	100%
Bath and West Shows Limited	Ordinary	100%	100%
Bath and West Estates Management Company Limited	Ordinary	100%	100%
British Cheese Awards Limited (+)	Ordinary	100%	100%

(+) Shares held by a subsidiary company.

Further information in respect of Bath and West Shows Limited and Bath & West Enterprises Limited is provided in note 4.

The principal activity of both Bath and West Estates Management Company Limited and British Cheese Awards Limited is that of a dormant company.

The registered office of each subsidiary company shown above is The Showground, Shepton Mallet, Somerset, BA4 6QN. Each subsidiary is incorporated in England and Wales.

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12. STOCKS

	Group 2023 £'000	Group 2022 £'000	Company 2023 £'000	Company 2022 £'000
Consumables	**22**	17	**22**	17

13. DEBTORS

	Group 2023 £'000	Group 2022 £'000	Company 2023 £'000	Company 2022 £'000
Trade Debtors	**104**	139	**13**	19
Amounts Due from Group Undertakings	**-**	-	**813**	556
Other Debtors	**-**	-	**-**	-
Other Taxation and Social Security	**-**	30	**31**	22
Prepayments and Accrued Income	**113**	90	**8**	31
	217	259	**865**	628

14. CASH & CASH EQUIVALENTS

	Group 2023 £'000	Group 2022 £'000	Company 2023 £'000	Company 2022 £'000
Cash at bank and in hand	**80**	107	**6**	43
Overdraft	**(165)**	-	**(165)**	-
	(85)	107	**(159)**	43

Analysis of net debt

GROUP	At 1 Jan 2023 £'000	Cash flow £'000	At 31 Dec 2023 £'000
Cash at bank and in hand	107	(27)	80
Bank overdraft	-	(165)	(165)
Bank borrowings	(400)	16	(384)
Total	(293)	(176)	(469)

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15. CREDITORS: Amounts falling due within one year

	Group 2023 £'000	Group 2022 £'000	Company 2023 £'000	Company 2022 £'000
Bank Overdraft	**165**	-	**165**	-
Bank Borrowings	**32**	19	**32**	19
Trade Creditors	**117**	123	**93**	88
Amounts Due to Group Undertakings	**-**	-	**486**	179
Other Creditors	**3**	13	**2**	3
Other Taxation and Social Security	**34**	81	**25**	31
Accruals	**66**	55	**51**	36
Deferred Income (Note 17)	**306**	247	**11**	11
	723	538	**865**	367

16. CREDITORS: Amounts falling due in over one year

	Group 2023 £'000	Group 2022 £'000	Company 2023 £'000	Company 2022 £'000
Bank borrowings	**352**	381	**352**	381

Group and Company

Bank borrowings
The bank loans are denominated in sterling with a nominal interest rate of 2.7% above Base rate, the final instalment is due in October 2026.

The bank loans are secured by debenture over the Company's whole assets and undertakings.

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17. DEFERRED INCOME

	Group 2023 £'000	Group 2022 £'000	Company 2023 £'000	Company 2022 £'000
Balance Brought Forward	247	272	11	11
Trade Stand and other Advanced Bookings Received	46	39	-	-
Rent Received	127	61	11	10
Membership Received	-	1	-	1
Released to Statement of Financial Activities	(114)	(126)	(11)	(11)
Balance Carried Forward	306	247	11	11
Deferred income will be applied as follows:				
Deferred Income	306	247	11	11
Within 1 year	306	247	11	11

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18. STATEMENT OF FUNDS

GROUP	As at 1 January 2023 £'000	Income £'000	Expenditure £'000	Transfers and Gains £'000	As at 31 December 2023 £'000
Unrestricted Funds:					
General Funds	5,507	190	(771)	237	5,163
Mendip DC grants	-	-	-	-	-
Bath and West Shows Ltd	(602)	1,620	(1,927)	-	(909)
Bath & West Enterprises Ltd	126	1,279	(677)	(250)	478
Designated Funds:					
Charity Committee	17	-	(6)	27	38
Young People's Funds	4	-	(3)	-	1
Infrastructure Upgrade	100	-	-	-	100
Total Unrestricted Funds	5,152	3,089	(3,384)	14	4,871
Restricted Funds:					
Showering Pavilion Heating System	16	-	(2)	(14)	-
South West Growth Fund	29	-	(3)	-	26
Field to Food Learning Day	10	-	(10)	-	-
Mendip DC REC F&D Grant	4	-	-	-	4
Mendip DC First Aid Grant	4	-	-	-	4
Mental Health in Agriculture	1	-	(1)	-	-
The Queens Canopy	2	-	(2)	-	-
Total Restricted Funds	66	-	(18)	(14)	34
Total Funds	5,218	3,089	(3,402)	-	4,905

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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18. STATEMENT OF FUNDS

GROUP	As at 1 January 2022 £'000	Income £'000	Expenditure £'000	Transfers and Gains £'000	As at 31 December 2022 £'000
Unrestricted Funds:					
General Funds	5,523	409	(647)	222	5,507
Mendip DC grants	68	-	(68)	-	-
Bath and West Shows Ltd	(584)	1,656	(1,674)	-	(602)
Bath & West Enterprises Ltd	98	833	(633)	(222)	126
Designated Funds:					
Charity Committee	25	-	(8)	-	17
Young People's Funds	4	1	(1)	-	4
Infrastructure Upgrade	100	-	-	-	100
Total Unrestricted Funds	5,234	2,949	(3,031)	-	5,152
Restricted Funds:					
Showering Pavilion Heating System	18	-	(2)	-	16
South West Growth Fund	32	-	(3)	-	29
Rural Development Programme for England (RDPE)	1	-	(1)	-	-
Field to Food Learning Day	10	-	-	-	10
Mendip DC REC F&D Grant	4	-	-	-	4
Mendip DC First Aid Grant	4	-	-	-	4
Somerset CC Business Restart and Recovery Fund	50	-	(50)	-	-
Mental Health in Agriculture	1	-	-	-	1
The Queens Canopy	-	2	-	-	2
Total Restricted Funds	120	2	(56)	-	66
Total Funds	5,354	2,901	(3,087)	-	5,218

The transfer from Bath & West Enterprises Limited also includes an intercompany rent payment of £216k.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

18. STATEMENT OF FUNDS (CONTINUED)

Designated Funds:

Charity Committee
The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund.

Young People's Funds
This relates to the funds received from cheese sales at the British Cheese Awards that are designated by the Dairy Produce Committee for charitable giving.

Infrastructure Upgrade
The Company has committed to pay its development partner £150k for the upgrade of showground infrastructure during the course of development and has therefore designated this fund within reserves. As at 31 December 2023, £100k of this commitment remains as £Nil (2022:£Nil) was paid in the year.

Restricted Funds:

Showering Pavilion Heating System
Grants were received to assist towards the costs of the sustainable (biomass) energy heating system in the Showering Pavilion. The system has now been written off in the accounts.

South West Growth Fund
In 2017 a grant of £43k was received from the South West Growth Fund towards the construction of the Rural Enterprise Centre. The balance on this fund represents future depreciation to be written off over the lift of the assets.

Field to Food Learning Day
In 2020 a grant of £10k was received from the Fairfield Charitable Trust. The balance was spent running the Field to Food Learning Day in the year.

Mendip District Council REC F&D Grant
In 2018 a grant of £4k was received from Mendip District Council to fund the development kitchen in the Rural Enterprise Centre. The balance on this fund represents future depreciation to be written off over the life of the assets.

The Queens Canopy
In 2022, money was raised for the planting of trees to celebrate the Queens Jubilee. The balance of this fund has been spent in the year.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

18. STATEMENT OF FUNDS (CONTINUED)

Mendip District Council First Aid Grant
In 2019 a grant of £6k was received from Mendip District Council to fund the construction of a First Aid Centre. The balance on this fund represents future depreciation to be written off over the life of the asset.

Mental Health in Agriculture
In 2022 a donation of £1k was received and this has been spent in the year.

COMPANY
For the purpose of section 408 of the Companies Act 2006, the net movement of funds for the Company is a deficit of £357k (2022: deficit of £146k). Total funds brought forward were £5,694k (2022: £5,840k). Total funds carried forward were £5,337k (2022: £5,694k).

19. ANALYSIS OF GROUP NET ASSETS BETWEEN FUNDS

	General Funds £'000	Designated Funds £'000	Restricted Funds £'000	Total £'000
Fund balances at 31 December 2023:				
Tangible Fixed Assets	2,635	-	26	2,661
Investment Properties	3,000	-	-	3,000
Other Assets/(Liabilities)	(903)	139	8	(756)
	4,732	139	34	4,905

There are sufficient resources available, held in an appropriate form, to enable restricted and designated funds to be applied in accordance with restrictions imposed.

	General Funds £'000	Designated Funds £'000	Restricted Funds £'000	Total £'000
Fund balances at 31 December 2022:				
Tangible Fixed Assets	2,709	-	45	2,754
Investment Properties	3,000	-	-	3,000
Other Assets/(Liabilities)	(678)	121	21	(536)
	5,031	121	66	5,218

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

20. FINANCIAL COMMITMENTS

Financial
As at 31 December 2023 the Group had £nil authorised and contracted financial commitments (2022: £100k).

£nil (2022: £100k) relates to a contribution to the Company's development partner to upgrade the showground infrastructure for future development, the exact timing of which cannot be determined.

Obligations under Non-cancellable Leases: as a lessee:-
As at 31 December 2023 the Group had total commitments under non-cancellable operating leases, for the following minimum lease payments:

	2023 £'000	2022 £'000
Expiry Date:		
Within 1 year	-	4
2 to 5 years	-	-
	-	4

The amount of non-cancellable operating lease payments recognised as an expense during the year was £4k (2022: £4k).

Obligations under Non-cancellable Leases: as a lessor:-
As at 31 December 2023 the Group had contracted with tenants under non-cancellable operating leases, for the following minimum lease payments:

	2023 £'000	2022 £'000
Expiry Date:		
Within 1 year	130	132
2 to 5 years	-	-
	130	132

The operating leases represent rental of properties to third parties.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

21. RELATED PARTY TRANSACTIONS

In accordance with FRS 102, the company is exempt from the requirement to disclose transactions with wholly owned group companies. There were no other related party transactions in the year (2022: None).

Transactions with the directors are disclosed in Note 7.

22. POST BALANCE SHEET EVENTS

The Society is in discussion with its water provider to seek reimbursement of overpaid sewerage charges dating back to 2017 and prior. It is not yet possible to accurately quantify the overall benefit to The Society in respect of 2017 and subsequent years. An interim payment on account of £79k has been agreed since the year end.

THE ROYAL BATH AND WEST OF ENGLAND SOCIETY

England & Wales - Charity number 1039397

Accounts

The Royal Bath & West of England Society

Registered in England and Wales - Company number: 02931640

Registered Office:
The Showground
Shepton Mallet
BATH
BA4 6QN

Francis Clark LLP trading as PKF Francis Clark
Chartered Accountants
Ground Floor
Blackbrook Gate 1
Blackbrook Business Park
Taunton
TA1 2PX

Dear Sirs

Financial Statements of The Royal Bath & West of England Society for the year ended 31 December 2022

This representation letter is provided in connection with your audit of the financial statements of The Royal Bath & West of England Society ("the charitable company"), and of the group of which the charitable company is the parent company ("the group"), for the year ended 31 December 2022 for the purpose of expressing an opinion as to whether these financial statements give a true and fair view of the results and financial position of The Royal Bath & West of England Society and the group in accordance with The Companies Act 2006, UK Generally Accepted Accounting Practice and the Statement of Recommended Practice 'Accounting and Reporting by Charities' [Charities SORP (FRS 102)].

The representations made in this letter are in accordance with the definitions set out in the Appendix to this letter.

We confirm that:

Financial statements

1. We have fulfilled our responsibilities as trustees, as set out in the terms of the audit engagement letter dated 14 February 2019, for preparing financial statements in accordance with The Companies Act 2006, United Kingdom Accounting Standards (UK Generally Accepted Accounting Practice) and the Statement of Recommended Practice 'Accounting and Reporting by Charities' [Charities SORP (FRS 102)], which give a true and fair view of the state of the charitable company's and the group's affairs as at the end of its financial year and of the charitable company's and the group's income and expenditure for the year then ended and for making accurate representations to you.

2. Measurement methods and significant assumptions used by us in making accounting estimates, including those measured at fair value, are reasonable.

3. We have no plans or intentions that may materially alter the carrying value and, where relevant, the fair value measurements or classification of assets and liabilities reflected in the financial statements.

4. We have disclosed all known actual or possible litigation and claims whose effects should be considered when preparing the financial statements to you and these have been disclosed in accordance with UK Generally Accepted Accounting Practice.

5. Related party relationships and transactions have been appropriately accounted for and disclosed in accordance with UK Generally Accepted Accounting Practice.

6. All events since the balance sheet date which require disclosure or which would materially affect the amounts in the financial statements have been adjusted or disclosed in the financial statements.

7. We confirm that the financial statements are free of material misstatements, including omissions. We believe that the effects of uncorrected misstatements are immaterial, both individually and in the aggregate, to the financial statements as a whole. A list of the uncorrected misstatements is attached to this representation letter, together with our reasons for not correcting them.

8. We confirm, having considered our expectations and intentions for the next twelve months, and the availability of working capital, and having given due consideration to the known and potential impacts of the coronavirus pandemic on the operations and financial performance and position of both the Group and the charitable company, as well as the availability of unrestricted funds, that the charitable company and the group are going concerns.

9. We confirm that, in the opinion of the trustees, the carrying value of investment property held by the group, being £3m, is considered to be appropriate as at 31 December 2022, and that the assets are not impaired at this time.

10. We confirm that the charitable company is committed to paying £100k to the developer as regards the provision of utilities to the development of land. There is no liability to the charitable company at 31 December 2021. Disclosures in the accounts regarding this financial commitment are accurate and complete.

Information provided

11. We have made available to you all accounting and other records, including minutes of all trustees' and management meetings, and other information relevant for the purposes of your audit. We have provided all additional information that you have requested for the purposes of your audit and given unrestricted access to persons within the charitable company and the group from whom you determined it necessary to obtain audit evidence or request information.

12. All transactions have been properly recorded in the accounting records and are reflected in the financial statements.

13. We acknowledge our responsibility for the design, implementation and maintenance of internal control to prevent and detect fraud and error. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud. Included in the Appendix to this letter are the definitions of fraud, including misstatements arising from fraudulent financial reporting and from misappropriation of assets.

14. We have disclosed to you all information in relation to fraud or suspected fraud of which we are aware and that affects the charitable company and the group and involves management, employees who have significant roles in internal control, or others where the fraud could have a material effect on the financial statements.

15. We have disclosed to you all information in relation to allegations of fraud, or suspected fraud, affecting the charitable company's and the group's financial statements communicated by employees, former employees, analysts, regulators or others.

16. We confirm that we are not aware of any possible or actual instances of non-compliance or suspected non-compliance with laws and regulations whose effects should be considered when preparing the financial statements, except as explained to you. We confirm that the company and the group have complied with all aspects of contractual agreements that could have a material effect on the financial statements in the event of non-compliance.

17. We confirm that the charitable company and the group have satisfactory title to all assets, and there are no liens or encumbrances on the assets except for those disclosed in the financial statements.

18. We confirm that there are no liabilities, contingent liabilities or guarantees to third parties other than those disclosed in the financial statements. We confirm that the charitable company and the group

have not contracted for any capital, or other, expenditure, other than as disclosed in the financial statements.

19. We confirm that the charitable company and the group have at no time during the year entered into any arrangement, transaction or agreement to provide credit facilities (including loans, quasi loans, or credit transactions) for trustees, nor to guarantee or provide security for such matters, except as disclosed in the financial statements.

20. We confirm that we are aware that a related party of the charitable company and group is a person or organisation which either (directly or indirectly) controls, has joint control of, or significantly influences the charitable company or vice versa and as a result will include trustees, other key management, close family and other business interests of the previous. We confirm that we have disclosed to you the identity of all related parties and all the related party relationships and transactions of which we are aware.

21. We confirm that all income and expenses have been fully recorded and correctly classified in the correct fund.

22. We confirm that all grants, donations and other income, including those subject to special terms and conditions or received for restricted purposes, have been notified to you. There have been no breaches of terms or conditions during the period regarding the application of such income.

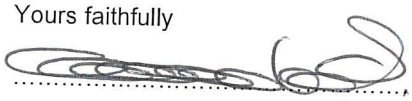
23. We confirm that we are not aware of any matters of material significance that should be reported to the Charity Commission.

24. We confirm that there are no companies associated with this charitable company for tax purposes. We understand that companies are associated for tax purposes if they are under the control of the same person or persons and there is substantial commercial interdependence between the companies. We also understand that for this purpose a person might be treated as one and the same person as: a close relative, a business partner; a trustee of a settlement of which the person or a relative was a settlor; and any company in which any of these is a shareholder.

We confirm that to the best of our knowledge and belief that the above representations are made on the basis of enquiries of management and staff with relevant knowledge and experience and, where appropriate, of inspection of supporting documentation sufficient to satisfy ourselves that we can properly make each of the above representations to you.

We acknowledge our legal responsibilities regarding disclosure of information to you as auditors and confirm that so far as we are aware, there is no relevant audit information needed by you in connection with preparing your audit report of which you are unaware. Each trustee has taken all the steps that he ought to have taken as a trustee in order to make himself aware of any relevant audit information and to establish that you are aware of that information.

Yours faithfully



..... [Chairman]

31/3/2023 ..... [Date]

Appendix A to the Board Representation Letter of The Royal Bath and West of England Society: Definitions

Financial Statements

A complete set of financial statements comprises:

- a group balance sheet as at the end of the year/period;
- a company balance sheet as at the end of the year/period;
- a group statement of financial activities for the year/period;
- a company statement of financial activities for the year/period (which may not be published);
- a group cashflow statement for the year/period; and
- notes, comprising a summary of significant accounting policies and other explanatory information.

Material Matters

Material omissions or misstatements of items are material if they could, individually or collectively, influence the economic decisions that users make on the basis of the financial statements. Materiality depends on the size and nature of the omission or misstatement judged in the surrounding circumstances. The size or nature of the item, or a combination of both, could be the determining factor.

Fraud

Fraudulent financial reporting involves intentional misstatements including omissions of amounts or disclosures in financial statements to deceive financial statement users.
Misappropriation of assets involves the theft of an entity's assets. It is often accompanied by false or misleading records or documents in order to conceal the fact that the assets are missing or have been pledged without proper authorisation.

Error

An error is an unintentional misstatement in financial statements, including the omission of an amount or a disclosure.

Management

For the purposes of this letter, references to "management" should be read as "management and, where appropriate, those charged with governance".

Appendix B to the Board Representation Letter of The Royal Bath & West of England Society: Summary of adjusted and unadjusted audit differences (consolidated)

The Royal Bath and West of England Society - Group
Accounts and audit adjustments

	Profit and Loss		Balance Sheet		B/f Reserves		Profit effect
	Dr £	Cr £	Dr £	Cr £	Dr £	Cr £	£
Profit / (Loss) per initial trial balance							
Adjusted audit journals							(74,054)
Society							
1 Freehold Showground buildings - cost disposal				81,274			
Freehold Showground buildings - depreciation disposal			48,445				
Profit / loss on disposal of FA	32,829						
Disposal of biomass boiler in Showering Pavillion noted as not in use							(32,829)
2 Fixtures and fittings depreciation charge		20,622					
Fixtures and fittings depreciation charge			20,622				20,622
Being correction of over depreciation of Fixtures and fittings assets due to register not being rolled forward correctly for some assets							
3 Intercompany - Enterprises			6,359				
Gift aid dividend		6,359					
Being recognition of dividend of Enterprises 2021 profits							6,359
Enterprises							
4 Dividend paid	6,359						
Intercompany - Society				6,359			(6,359)
Being recognition of dividend of Enterprises 2021 profits							
5 Bank			48,991				
VAT liabilty				48,991			
Being reversal of bank payment of VAT liability to Society which only cleared the bank statement 31.01.2023							
6 Bad debt charge	50,000						
Bad debt provision				50,000			(50,000)
Being bad debt provision for Hayes							
Profit / (Loss) per current draft accounts							(136,261)
Unadjusted audit differences							
Specific errors							
Shows							
7 Trade Debtors			3,289				
Trade Creditors				3,289			
Presentational reclassification of credit balances in Trade Debtors Ledger to Trade Creditors							
Unadjusted items in prior year impacting current year							
Enterprises							
8 Income	3,119						
P&L reserve						3,119	(3,119)
Being Utilities recharge income for Hayes that relate to the period Aug 2018 - Dec 2021 that should have been recognised in prior year							
Total amount is immaterial so no prior year adjustent required.							
Noted for information only.							
Profit / (Loss) if all the above were adjusted							(139,380)
Profit impact of unadjusted entries							(3,119)

COMPANY NUMBER 02931640
CHARITY NUMBER 1039397

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)

REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2022

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

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THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2022

The directors of the charitable company ("the Society") are its trustees for the purposes of charitable law and throughout this report are collectively referred to as the directors.

The directors submit their report and audited financial statements for the year ended 31 December 2022. The directors' report also represents the trustees' report required by Part 8 of the Charities Act 2011.

OBJECTIVES AND ACTIVITIES

OBJECTIVES

The charitable objectives of the Society are the encouragement of agriculture, manufacture, commerce and rural crafts.

ACTIVITIES

The Society continues to have three main workstreams, each contributing to the charitable objectives:

1. The Royal Bath & West of England Society – responsible for the delivery of the charitable activities of the Society and regeneration and development of the Showground.
2. Bath and West Shows Limited – responsible for organising the Agricultural Shows and events.
3. Bath & West Enterprises Limited – responsible for the commercial activity on the Showground.

The business model remains quite simple; the net trading surpluses from our Shows and other Showground activity maintain the Society's estate and invests in projects that deliver the charitable objectives – the encouragement of Agriculture, Manufacture, Commerce and Rural Crafts through education and knowledge transfer.

Our mission remains:
As a rural Charity and through the work within the Rural Enterprise Centre we will be recognised as a key influencer and educator in a range of farming, food and rural issues and be regarded as being at the hub of rural enterprise in Somerset and the West of England.

Our core values are important to us:

- Honesty & Integrity;
- Loyalty & Respect;
- Excellence & Pride; and
- Creativity & Innovation

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

PUBLIC BENEFIT

In setting the objectives and planning the activities the Directors have considered the Charity Commission's general guidance on public benefit. The Directors consider how planned activities will contribute to the aims and objectives they have set.

Accentuate the delivery of our charitable objectives

The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund. The Charity Committee continues to distribute financial support to a variety of projects and individuals with £9k being distributed during the year.

The Committee's objectives are:

- To encourage and facilitate research, education, knowledge transfer, innovation and related activities for the benefit of agriculture, the countryside and the rural economy of the West of England.
- To build an understanding of farming, food and the rural economy among the wider public

The following priorities have been achieved under these themes:

1. Education of Young People (under 25 yrs old)
2. Industry Knowledge Transfer and Innovation predominantly through our shows/events and through the Rural Enterprise Centre
3. Awards and Scholarships
4. Library & Archives Committee continue to act as custodians of the Society's archives.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

REVIEW OF THE YEAR

The Society started its recovery from the pandemic. The year saw the return of the Royal Bath and West Show and the British Cheese awards. Additionally, our third party events started to return to the showground, although several of the events reported reduced visitor numbers. Catherine Look succeeded Robert Drewett as Chairman of The Royal Bath and west Society in August. Robert Drewett had served for nine years as Chairman and the Society is very grateful for his hard work and guidance.

The headcount at the Society had reduced by nine during the pandemic as no events could take place. 2022 saw several new appointments including a new Chief Executive, Carol Paris, who started in July 2022. The Senior Management team were all new, either to the Society or to their roles. Charly Andrews was an external hire as Head of Commercial Sales & commenced in March, Jess Chiplen was promoted to Head of Shows in July & Garry Clulee took up his position as Head of Estates in September. These new appointments have brought new experience and enthusiasm to the Society's team but there has inevitably been some loss of history & knowledge.

The Society was much saddened by the passing of our Patron, Her Majesty the Queen, in September. Queen Elizabeth had visited the Show on three occasions: In 1948 as Princess Elizabeth and then in 1966 and 1985. We were granted the title 'Royal' in March 1976 in a letter from Her Majesty.

The Royal Bath and West Show

During 2022 we saw a gradual recovery from COVID-19 and the first three day Royal Bath and West show. There had been plans to deliver a three day show as opposed to a four day show, in 2020. However, the 2020 show was cancelled due to COVID-19 and 2021 saw the delivery of a country festival as a way of maintaining interest in the showground.

The 2022 show was very special as it coincided with Her Majesty the Queen's Platinum Jubilee and the 70th Anniversary of Her Majesty as our Patron. An extra Bank Holiday was announced for the Jubilee so both weekday show days were Bank Holidays which allowed more people to visit. Ticket sales were good with in the region of 120,000 visitors over the three days. Trade stand income however, was disappointing with some regular attendees not returning as either they had ceased trading in the pandemic or had changed their business models and were not attending events. Trade stand holders were further impacted by the Bank Holidays and availability and cost of staffing.

The Royal Bath and West Show continues to be the pinnacle of the Society's year. There were 8,000 competitive entries admired by visitors who also appreciated and supported continued innovation and development of the show. Entries were reduced on prior years again due to cost restraints.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

The Charitable Impact of the Show

Various aspects of the show provide a direct public benefit, examples of this are: competitions, promotions, skills development and education, both to competitors and visitors alike. Sections of particular note in this regard are; Farming for the family, Imagineering, Food & Drink, Woodland and countryside conservation, Bees and Honey, Orchards & Cider, Sheep Shearing, Horse Shoeing, Horses, Livestock, The Safety Zone, Horticulture and Vintage Vehicles.

The Show continues to provide a significant contribution to our charitable objectives including with a range of organisations who continue to work with us for mutual benefit. Such examples are;

- Emergency Services and the armed forces - by having a presence at the show they can promote their service and careers for young people.
- Rotary - by providing the 'Meet & Greet' service, the Rotary has a free stand at the Show to promote their charitable works.
- Girl Guides - by providing a pedestrian courier service, the Guides have a free camping site pitch for over 50 girls to experience camping and teamwork whilst providing an essential service.
- Street Theatre Group - by providing the Show with 'Show makers' service the group have a small free stand at the Show and space during the winter on the showground to build their stage sets.
- Castle Cary Rugby Club - by providing volunteers to support the Show with manual tasks, the show makes a donation to their club.
- Carnival Clubs - by providing volunteers to support the Show in the livestock section and sign erecting, the Show makes a donation to their clubs.

The Dairy Show
The Dairy Show has developed into the largest Dairy Show in the UK attracting exhibitors from across the Country for the one day show that is attended by farmers, growers and industry leaders. Trade stand space was sold out indoors and many trade stands have already rebooked for 2023. Visitor numbers were around 6,000 with entries standing at 270.

The Dairy Industry Dinner attracted nearly 400 attendees and provided ample opportunity for networking.

The knowledge transfer of innovative technologies at the Dairy Show include:

Milking robotics, feeding robotics, automatic yard cleaning technologies, drone driven cattle husbandry tools, diet, feed & nutrition regimes, dairy cow health including feet & dry cow therapies, crop management, young stock management, genetics & fertility management techniques and veterinary improvements such as reduction in antibiotic usage.

The British Cheese Awards ('BCA') were held at the Dairy Show for the first time. Prior to the restaurant development, BCA had been held during the Main Show in the downstairs area of the restaurant. It is cost prohibitive to hire in a refrigerated marquee in case of warm June weather so another home for this event needs to be found. It was very pleasing that after two years without an event, The BCA attracted over 500 entries which were judged by more than 50 expert judges. In the evening the awards were celebrated at a dinner attended by more than 240 guests

For 2023, this will be a standalone event and then will form part of a new food & drink festival to be held in March 2024.

Enterprises

Commercial activity on the showground provides a vital income stream. There are two main income streams: the permanent tenants in the Rural Enterprise Centre and elsewhere on the showground; and the lettings of the showground for external events.

The Rural Enterprise Centre has three permanent tenants, two of which have expanded post Covid and have taken extra space.

A new Head of Commercial Sales was appointed in March 2022 & this positive move should impact on enquiries and bookings from the Showground. Several of our long standing events did not return post COVID-19 but several new events have taken place. Some of the buildings and event spaces are now looking tired & in need of refurbishment, so a programme of works will be developed to protect the income from current events going forward and to upgrade some areas to attract new events and particularly corporate events during weekdays as weekends are now well booked.

The income from the showground enables the Society to meet its charitable objectives which are the encouragement of agriculture, manufacture, commerce and rural crafts.

2023 Trading Conditions

It is anticipated that the events business will have fully recovered from COVID-19, and new events will be booked in to replace those that left. Weekends are expected to be fully booked and the focus will be on corporate weekday events and looking to host more than one event on the Showground at weekends where space allows.

Trading conditions remain challenging with the cost of living crisis, rising inflation, interest rates and utilities costs impacting the Society and may have an impact on ticket sales for events as consumers have less disposable income.

It is also key to ensure that the restaurant is trading more of the time as this is an important income stream for the Society. To improve bookings, we have appointed a new front of house coordinator after the year end to manage catering for the smaller events and utilise the facilities that we have available.

Three more new appointments will be made to ensure that the team is capable of delivering the core objectives:

An Events Coordinator - to cover attendance at weekend events and to assist Head of Commercial Sales

A Marketing & Membership coordinator - to grow our membership.

A General Handy Person - to assist in Estates so as to lower the reliance on contractors.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

FINANCIAL REVIEW

The impact of COVID-19 continued to have some impact on the performance of the business in the first quarter of 2022. With the pandemic effects receding, coupled with the influence of the new key personnel in place, trading improved during the latter part of the year, however due to global political uncertainty, the impact of higher interest rates, inflation and utility costs have all affected a fuller recovery to normal trading.

Total income returned to somewhere near expectations at £2.951m (2021: £1.750m), however total expenditure was £3.087m (2021: £1.925m). This led to a deficit of £136k (2021: deficit of £175k) and therefore, focus on cost management for 2023 remains a priority, whilst still maximising a return on investment.

Net debt reduced from £392k to £293k as trading improved, the main factor for this was an insurance settlement receipt of £252k for a business interruption claim for the COVID-19 pandemic and the deferral of any significant capital expenditure,

Consolidated unrestricted funds decreased to £5,152k (2021: £5,234k) and consolidated restricted funds decreased to £66k (2021: £120k), both in line with the deficit for the year, as disclosed in note 18 to the accounts.

There are net current liabilities of £156k (2021: £403k). Although this falls short of our medium term objective to hold liquid funds of £500k, if required, there are debt facilities of £1.35m available with Handelsbanken, an overdraft of £250k plus a loan for £1.1m, of which £400k has been utilised. The loan availability period ceases in May 23.

Our development partner Red Kite Securities Limited continues to look for development opportunities but no commercially viable plans have come forward.

RISK

The existence of an Audit Committee, that is independently chaired, ensures the Society has a risk management tool which provides appropriate checks to manage a range of risks that could affect the charity.

The principal risks to the Society are the underperformance of its trading subsidiaries as well as adverse weather and animal disease that might cause the closure of all or some of our Shows.

Although commercial trading activity is set to return to normal in 2023, the continued public cost of living issues may also have a bearing on future shows and events attendance plus, expenditure in these areas.

Given the availability of continued funding from Handelsbanken, an improved trading position for 2023 and beyond plus the cost control measures now in place, the Board believe it is appropriate to continue to adopt the going concern basis for the preparation of the accounts.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
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ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

RESERVES POLICY

The normal reserves policy is to cover the risk of inclement weather and any unplanned repairs and maintenance. The level of reserves should be sufficient to cover at least 3 months of overhead costs of the Society and target liquid reserves are £500k. Whilst the society has yet to return to a normal reserves policy, adequate liquidity is maintained through banking arrangements.

DESIGNATED FUNDS

The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the committee meets as necessary during the year to oversee the allocation of monies. The Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund.

Historically, the Young People's Fund raises money from cheese sales at the Royal Bath & West Show for charitable giving, for 2022 this moved to the Dairy Show to coincide with the British Cheese Awards. There were £1k of cheese sales from the show in 2022 (2021: £nil).

TANGIBLE FIXED ASSETS AND INVESTMENT PROPERTY

Investment property consists of land in the development zones of the Showground site. The land is stated at fair value. Any gains or losses arising from valuations or disposals are recognised in the statement of financial activities in the year in which they occur.
Having considered market conditions, the Board saw no reason to change the current value of investment properties at £3 million.

Information relating to the changes in tangible fixed assets and investment property is given in Note 9 and Note 10 to the financial statements. Financial commitments as at 31 December 2022 are disclosed in Note 20.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Society is a charitable company Limited by Guarantee without share capital, the guarantors being the council members to the extent of £1 each. There were 145 (2021: 134) council members at the balance sheet date.

The governing documents of the Society are the Memorandum and Articles of Association dated 23 May 1994 with subsequent amendments agreed on 18 November 1999, 19 February 2004, 16 February 2006 and 16 September 2010. These documents are supported by the Byelaws of the Society which govern the operation of the Society in more detail.

The business of the Society is managed by the directors who may exercise all the powers of the Society. The directors are appointed by the Society at the annual general meeting or by the directors although, if appointed by the directors, the director can only hold office until the next annual general meeting. The directors usually meet four times a year. At every annual general meeting, any director retiring by rotation may be re-elected.

There is a regular review of the structure of the directors of the Society. This involves a skills review as well as a review of each director's responsibilities across the Society. When a requirement is identified, a review is made to recruit directors from within the council and volunteer structure of the Society. However, for certain more specialist skills advice is sought externally.

The Society has formal procedures for the induction and training of directors and members. All new members and directors receive a training and information briefing prior to their first council or board meeting. Directors' training takes place as appropriate.

The annual general meeting comprises full council members and vice presidents. The membership has three representatives on the council of the Society and has an annual members' meeting. The members' representatives are governed by the Byelaws.

Nominations for council membership have to be approved by the directors. Council members are admitted at any general meeting. General meetings are held three times a year. The Society must hold one general meeting as an annual general meeting in each calendar year. General meetings other than the annual meeting are called extraordinary general meetings.

The day to day running of the Society is usually delegated to the Chief Executive and in turn the Senior Managers. The Chief Executive reports to the Directors who approve his or her, and senior management remuneration and any annual changes. Annual appraisals are carried out for all staff with any relevant financial and non-financial targets set.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

The Society was without a Chief Executive for the first half of 2022 and the Senior Management Team was supported by Trustee Mentors with whom they had regular contact.

An independently chaired Audit Committee provides appropriate checks to manage a range of risks that could affect the charity.

The Society relies upon a large number of volunteer members who meet regularly to discuss and deliver its charitable activities. Volunteers are supervised by the Chief Stewards and a Code of Conduct for Volunteers was introduced during the year.

RELATED PARTIES

The Society owns 100% of the share capital of Bath & West Enterprises Limited. The principal activities of which is the commercial letting of the showground site, event management and the provision of catering services.

The following directors of The Royal Bath & West of England Society were also directors of Bath & West Enterprises Limited during the year:

Dr L S Moir
R N F Drewett DL - resigned 15th July 2022
M Thatcher
M J Felton
Mrs A B Yeoman OBE DL - resigned 15th July 2022

The Society owns 100% of the share capital of Bath and West Shows Limited. The company organises the charitable shows of The Royal Bath & West of England Society and in particular, carries out only such activities as are in furtherance of the charitable objectives.

The following directors of The Royal Bath & West of England Society were also directors of Bath and West Shows Limited during the year:

J Alvis OBE - resigned 15th July 2022
R N F Drewett DL - resigned 15th July 2022
A Gibson OBE
C Look
R Uloth
D Cotton

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

REFERENCE AND ADMINISTRATIVE DETAILS

Charity Name	The Royal Bath & West of England Society
Charity Number:	1039397
Company Number:	02931640
Directors:	Mrs C R Look - Chairman Dr L S Moir - Honorary Treasurer M J Felton A Gibson OBE Mrs V E Leng - appointed 6th January 2022 Mrs S Seagar - appointed 6th January 2022 M Thatcher P M Thomson R W Uloth Sir David Wills Bt David Cotton - appointed 15th July 2022 Ellen Kingston - appointed 15th July 2022
Chief Executive:	Carol Paris - Appointed 4th July 2022
Registered Office:	The Showground Shepton Mallet Somerset BA4 6QN
Auditor:	PKF Francis Clark Chartered Accountants and Statutory Auditor Blackbrook Gate 1 Blackbrook Business Park Taunton Somerset TA1 2PX
Bankers:	Handelsbanken 7 Henry Street Bath BA1 1JR

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors (who are also the trustees of the charitable company for the purposes of charity law) are responsible for preparing the Annual Report of the Directors and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Society and the Group and of the incoming resources and application of resources, including the income and expenditure, of the Group for that year.

In preparing these financial statements the Directors are required to:

- select suitable accounting policies and then apply them consistently.
- observe the methods and principles in the Charities SORP.
- make judgements and estimates that are reasonable and prudent.
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Society will continue in business.

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Society 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 Society and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Directors are aware:

- there is no relevant audit information of which the Society's auditors are unaware; and
- the Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Society's website.

Approved by the Directors on 31/3/23 and signed on their behalf by:

Catherine Look
Chairman

Dr L S Moir
Honorary Treasurer

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2022

Opinion

We have audited the financial statements of The Royal Bath & West of England Society (the 'Charitable Parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2022, which comprise the Consolidated Statement of Financial Activities, the Group and Company Balance Sheets, the Consolidated Cash Flow Statement, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group and Charitable Parent Company's affairs as at 31 December 2022 and of the Group's incoming resources and application of resources, including income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate and that the trustees have disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the Group and the Charitable Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

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

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

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 10, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

In preparing the financial statements, the directors are responsible for assessing the Charitable Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

As part of our audit planning we obtained an understanding of the legal and regulatory framework that is applicable to the Group. We gained an understanding of the industry in which the Group operates as part of this assessment to identify the key laws and regulations affecting the Group. As part of this, we reviewed the Group's website for indication of any regulations and certification in place and discussed these with the relevant individuals responsible for compliance. The key regulations we identified were health and safety regulations and breaches of The General Data Protection Regulation ("GDPR"). We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006 and the Charities: Statement of Recommended Practice (SORP).

We discussed with management how the compliance with these laws and regulations in monitored and discussed policies and procedures in place. As part of our planning procedures, we assessed the risk of any non-compliance with laws and regulations on the Group's ability to continue operating and the risk of material misstatement to the accounts. We also evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements. Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved the following:

- Enquiries of management regarding their knowledge of any non-compliance with laws and regulations that could affect the financial statements.
- Review of the group's GDPR policy and enquiries to the Data Protection Officer as to the occurrence and outcome of any reportable breaches.
- Reviewed legal and professional costs to identify any possible non-compliance or legal costs in respect of non-compliance.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

We assessed the susceptibility of the financial statements to material misstatement through management override or fraud, including in relation to cash income and expenditure, and obtained an understanding of the controls in place to mitigate the risk of fraud. We also discussed with management whether there had been any instances of known or alleged fraud, of which there were none. Based upon our understanding we designed and conducted audit procedures including:

- Audited the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business.
- Reviewed estimates and judgements made in the accounts for any indication of bias and challenged assumptions used by management in making the estimates.
- We undertook audit procedures in respect of income recognition for each material stream of income during the year.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements. This risk increases the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements as we are less likely to become aware of instances of non-compliance. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

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

.....

Nicholas Farrant BA MSc FCA (Senior Statutory Auditor)
PKF FRANCIS CLARK
Chartered Accountants and Statutory Auditor
Blackbrook Gate 1,
Blackbrook Business Park
Taunton
Somerset
TA1 2PX

Date: 17th April 2023

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	Unrestricted Funds 2022 £'000	Restricted Funds 2022 £'000	Total Funds 2022 £'000	Unrestricted Funds 2021 £'000	Restricted Funds 2021 £'000	Total Funds 2021 £'000
INCOME							
Donations and legacies	5	3	2	**5**	32	1	**33**
Charitable activities		-	-	**-**	68	50	**118**
Other trading activities	4	2,539	-	**2,539**	1,390	-	**1,390**
Investments		-	-	**-**	-	-	**-**
Other		407	-	**407**	214	-	**214**
TOTAL INCOME	3,18	2,949	2	**2,951**	1,704	51	**1,755**
EXPENDITURE							
Expenditure on raising funds		1,175	-	**1,175**	579	-	**579**
Expenditure on charitable activities		1,856	56	**1,912**	1,337	9	**1,346**
TOTAL EXPENDITURE	3,18	3,031	56	**3,087**	1,916	9	**1,925**
NET (EXPENDITURE) / INCOME BEFORE GAINS ON INVESTMENT PROPERTIES		(82)	(54)	**(136)**	(212)	42	**(170)**
GAINS ON INVESTMENT PROPERTIES		-	-	**-**	-	-	**-**
NET (EXPENDITURE) / INCOME FOR THE YEAR AND MOVEMENT IN FUNDS		(82)	(54)	**(136)**	(212)	42	**(170)**
RECONCILIATION OF FUNDS:							
FUNDS BROUGHT FORWARD		5,234	120	**5,354**	5,446	78	**5,524**
FUNDS CARRIED FORWARD		5,152	66	**5,218**	5,234	120	**5,354**

The notes on pages 19 to 41 form an integral part of these financial statements.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED AND COMPANY BALANCE SHEETS
AS AT 31 DECEMBER 2022

	Note	Group 2022 £'000	Group 2021 £'000	Company 2022 £'000	Company 2021 £'000
FIXED ASSETS					
Tangible Assets	9	2,754	3,057	2,754	3,057
Investment Properties	10	3,000	3,000	3,000	3,000
Investments	11	-	-	-	-
		5,754	6,057	5,754	6,057
CURRENT ASSETS					
Stock	12	17	17	17	17
Debtors	13	259	168	628	581
Cash at Bank and in Hand	14	107	48	43	1
		383	233	688	599
LIABILITIES: Creditors Falling Due Within One Year	15	(538)	(636)	(367)	(516)
NET CURRENT (LIABILITIES)/ASSETS		(155)	(403)	321	83
LIABILITIES: Creditors Falling Due After More Than One Year	16	(381)	(300)	(381)	(300)
NET ASSETS		5,218	5,354	5,694	5,840

(continued on page 17)

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED AND COMPANY BALANCE SHEETS
AS AT 31 DECEMBER 2022 (CONTINUED)

	Note	Group 2022 £'000	Group 2021 £'000	Company 2022 £'000	Company 2021 £'000
FUNDS					
Unrestricted Funds					
General Funds	18	5,508	5,591	5,508	5,591
Non-Charitable Trading Funds	18	(476)	(486)	-	-
Designated Funds	18	120	129	120	129
		5,152	5,234	5,628	5,720
Restricted Funds	18	66	120	66	120
TOTAL FUNDS		5,218	5,354	5,694	5,840

The financial statements were approved by the directors on 31/3/23 and signed on their behalf by:

Catherine Look
Chairman

Dr L S Moir
Honorary Treasurer

Company Registration Number: 02931640

The notes on pages 19 to 40 form an integral part of these financial statements.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	2022 £'000	2021 £'000
Cash flows from operating activities			
Net cash provided by operating activities	(a)	**115**	**(239)**
Cash outflows from investing activities:			
Payments to acquire tangible fixed assets		(3)	(17)
Cash used in investing activities		(3)	(17)
Cash inflows from financing activities:			
Interest paid		(13)	(4)
Bank borrowing drawdown		100	300
Cash used in financing activities		87	296
Increase/(decrease) in cash and cash equivalents		199	40
Cash and cash equivalents at 1 January		(92)	(132)
Cash and cash equivalents at 31 December		**107**	**(92)**

(a) Reconciliation of net income to net cash provided by operating activities

	2022 £'000	2021 £'000
Net expenditure for the year	(136)	(170)
Interest paid/(receivable)	12	(1)
Depreciation charge/loss on disposal	305	310
Decrease in stock	-	1
(Increase)/decrease in debtors	(89)	(114)
(Decrease)/Increase in creditors	23	(270)
Cash flows from operating activities	**115**	**(239)**

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

1. COMPANY STATUS

The Company is a registered charity and a Company Limited by Guarantee incorporated in England and Wales, without share capital. The address of the registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. The guarantors are the council members to the extent of £1 each. There were 145 (2021: 134) members at the balance sheet date.

2. ACCOUNTING POLICIES

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

The financial statements have been prepared in accordance with Accounting and reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The Royal Bath & West of England Society meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

All amounts stated in these financial statements are expressed in round thousands, unless specifically denoted as being displayed to another basis.

The accounts are presented in sterling which is also the functional currency of the Group.

Group financial statements

The financial statements consolidate the results of the charity and its wholly owned subsidiaries, Bath & West Enterprises Limited, Bath and West Shows Limited, Bath and West Estates Management Company Limited, and British Cheese Awards Limited on a line-by-line basis.

A separate Statement of Financial Activities and Income and Expenditure Account for the Company has not been presented because the Company has taken advantage of the exemption afforded by section 408 of the Companies Act 2006.

The Charity meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its individual financial statements. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel. Equivalent information is presented in relation to these group accounts.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

2. ACCOUNTING POLICIES (CONTINUED)

Going concern

In the light of the consolidated net current liabilities of £87k (2021: net current liabilities of £403k) as at 31 December 2022, the directors have given consideration to the operations and financial position of the Group in making their going concern assessment. In particular, the directors have given consideration to the lasting effects of the Coronavirus pandemic, and its future impact upon the financial performance and position of the group. This coupled with an uncertain UK economic situation, resulting in the pressures of an income squeeze on household and business disposable incomes, are expected to continue to slow the recovery of the group trading position.

The directors expectations for the year ended 31 December 2022 were largely met or exceeded:

- The Group was able to hold the planned the full Bath & West Show in June 2022 and the Dairy Show in October 2022.
- There was a positive cash inflow for the year of £199k (2021: £40k) after partial draw down of loan facility - see below.
- The net deficit for the year of £136k (2021: net deficit £170k) is stated after depreciation, amortisation, interest and exceptional income, giving a total EBITDA deficit for the year of £69k (2021: income of £144k).

As previously reported, due to the impact of the pandemic, additional funding was secured from Handelsbanken in 2020, comprising of an increase in the overdraft to £250k as well as a £1.1m loan facility. As at the 2022 year-end, it has only been necessary to draw down a total of £400k (2021: £300k) on the loan and so this facility remains available for use until May 2023 if required. The directors do not foresee drawing further on this facility so this option will lapse. The interest only payment period also ends during May 2023, repayments will commence thereafter.

A detailed cash flow forecast has been prepared for the period to April 2024 which is more than 12 months from the date of approval of the accounts. This assumes that there will be no further pandemic disruption. The forecast reflects the current bookings and may be subject to cancellation / postponement should there be, for example, a return to COVID restrictions. The forecast also assumes that we will be able to hold the Bath & West Show in June 2022, and planning is well advanced with ticket sales open and trade-stand and sponsorship sales at a satisfactory level already confirmed.

The directors do not anticipate any need to approach the bank for further support or extension of facilities, unless it is for capital expenditure projects.

2. ACCOUNTING POLICIES

Based on the above, whilst recognising that there can be no certainty especially in light of the economic uncertainty impacting the UK population and, potentially, their availability of discretionary spend, the directors are satisfied that the group and company will continue to operate with sufficient cash headroom and, therefore, it is appropriate to continue to adopt the going concern basis in the preparation of the accounts.

Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The key judgement that has a significant impact on the financial statements is in respect of going concern, as described above, particularly in the light of ongoing general trading, and individuals cost of living conditions.

The key sources of estimation uncertainty that have a significant effect on the amounts recognised in the financial statements are described below.

The directors have considered the proportion of the freehold land which is considered to be held for development, and consequently disclosed as development properties, and have allocated this to investment properties according to the proportion of land which is intended to be sold.

Investment properties are stated at fair value. The directors' estimate of fair value is based upon valuations provided by external, independent valuers, each of whom have an appropriate recognised professional qualification and relevant experience. The carrying value of investment properties at the balance sheet date is £3.0m (2021: £3m) as shown in note 10. Given the current UK economic and market conditions, further key judgements are the valuations of investment properties & freehold land and the potential need for any impairment. As explained above, the Directors commissioned an external professional valuation in 2020 to support their valuation, and subsequent market conditions show no requirement for an uplift or impairment.

Key management personnel are considered to be, the directors and senior management team. Key management personnel comprised 5 individuals in 2022: Chief Executive (from May 22 only), Chief Financial Officer (consultant), Head of Commercial Enterprise, Head of Shows & Head of Estates. As trustees, the directors are not remunerated.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

2. ACCOUNTING POLICIES (CONTINUED)

Incoming Resources

Income is recognised when the Group has entitlement to the funds, any performance conditions attached to the item(s) of income have been met, it is probable that the income will be received and the amount can be measured reliably.

Income from government and other grants, whether 'capital' grants or 'revenue' grants, is recognised when the Group has entitlement to the funds, any performance conditions attached to the grants have been met, it is probable that the income will be received and the amount can be measured reliably and is not deferred.

Revenue from lettings is recognised on provision of the letting or service to the customer in the period to which it relates.

Revenue from shows is recognised during the period in which the relevant show takes place.

Resources Expended

Resources expended are accounted for in the period in which they are incurred.

Certain expenditure is directly attributable to specific activities and has been included in those cost categories. Certain other costs, which are attributable to more than one activity, are apportioned across cost categories on the basis of an estimate of the proportion of time spent by staff on those activities.

Support costs are those costs incurred in support of expenditure on the charitable activities of the Group.

Grants are payments the Company makes voluntarily to other institutions or individuals in order to further its objectives. They are charged to the Statement of Financial Activities in the period in which they are payable.

Tangible Fixed Assets and Depreciation

Tangible fixed assets costing more than £1,000 are capitalised and included at cost (including any incidental expenses of acquisition).

Depreciation, calculated on the straight-line method, is provided to write off the cost less estimated residual value of the fixed assets over the course of their useful lives, except for freehold land which is not depreciated. The rates during the period were as follows:-

Showground Buildings and Improvements	2% - 10%
Plant, Implements, Furniture and Fixtures	20% - 25%
Motor Vehicles	25%

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

2. ACCOUNTING POLICIES (CONTINUED)

Investment Properties

Properties intended for development and sale are included as investment properties. Investment properties are stated at fair value. Any gains or losses arising from valuations or disposals are recognised in the statement of financial activities in the year in which they occur.

Stocks

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

Cash at Bank and in Hand

Cash at bank and in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening the deposit or similar account.

Pension Costs

The Group contributes to a defined contribution pension scheme, the assets of which are held separately from those of the Group. The scheme is independently administered. Contributions are charged to the statement of financial activities as they fall due in accordance with the scheme rules.

Operating Leases

Rentals paid under operating leases are charged to the statement of financial activities on a straight-line basis over the term of the lease.

Fund Accounting

General funds are unrestricted funds which are available for use at the discretion of the directors in furtherance of the Group's objectives and which have not been designated for particular purposes.

The non-charitable trading funds are the funds of the subsidiary companies, Bath & West Enterprises Limited and Bath & West Shows Limited.

Designated funds comprise unrestricted funds that have been set aside by the directors for particular purposes. The aim and use of each designated fund is set out in the notes.

Restricted funds are funds which are to be spent in accordance with specific restrictions imposed by donors. The aim and use of each restricted fund is set out in the notes.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

2. ACCOUNTING POLICIES (CONTINUED)

Financial Instruments

The Group only has financial assets and financial liabilities that qualify as basic financial instruments, being trade and other debtors and creditors, and cash and bank balances.

Basic financial instruments are initially recognised at transaction value and are subsequently measured at their settlement value. Any losses arising from impairment ('doubtful debts') are recognised in the statement of financial activities.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

3. ANALYSIS OF ACTIVITIES

	2022 Income	Direct Costs	Support costs	Gains on Investment Properties	Transfers	Surplus/ (deficit)
	£'000	£'000	£'000	£'000	£'000	£'000
Unrestricted/Designated						
Membership and education	34	(9)	(85)	-	-	(60)
Other Showground income	376	-	(631)	-	222	(33)
Bath and West Shows Ltd	1,656	(1,142)	(531)	-	-	(17)
Bath & West Enterprises Ltd	883	(271)	(362)	-	(222)	28
Unrestricted total	2,949	(1,422)	(1,609)	-	-	(82)
Restricted						
South West Growth Fund	-	-	(3)	-	-	(3)
Rural Development Programme for England	-	-	(1)	-	-	(1)
Field to Food Learning Day	-	-	-	-	-	-
Somerset CC Business Restart and Recovery Fund	-	-	(50)	-	-	(50)
Other	2	-	(2)	-	-	-
Restricted total	2	-	(56)	-	-	(54)
Total	2,951	(1,422)	(1,665)	-	-	(136)

	2021 Income	Direct Costs	Support costs	Gains on Investment Properties	Transfers	Surplus/ (deficit)
	£'000	£'000	£'000	£'000	£'000	£'000
Unrestricted/Designated						
Membership and education	93	(5)	(194)	-	-	(106)
Other Showground income	192	-	(404)	-	216	4
Bath and West Shows Ltd	847	(564)	(399)	-	-	(116)
Bath & West Enterprises Ltd	572	(162)	(404)	-	(216)	6
Unrestricted total	1,704	(579)	(1,337)	-	-	(212)
Restricted						
South West Growth Fund	-	-	(3)	-	-	(3)
Rural Development Programme for England	-	-	(3)	-	-	(3)
Field to Food Learning Day	-	-	-	-	-	-
Somerset CC Business Restart and Recovery Fund	50	-	-	-	-	50
Other	1	-	(3)	-	-	(2)
Restricted total	51	-	(9)	-	-	42
Total	1,755	(579)	(1,346)	-	-	(170)

Note: Other Showground income includes a business interruption claim of £252k.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

4. TRADING SUBSIDIARIES

Bath & West Enterprises Limited

The Company has a wholly owned trading subsidiary, Bath & West Enterprises Limited (Registered Company Number 02891950), which is incorporated in England and Wales. The registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. Bath & West Enterprises Limited carries out the non-primary charitable purpose trading activities, namely the commercial letting of the showground site, event management and the provision of catering services. A summary of its results is shown below:

	2022 £'000	2021 £'000
Turnover	883	572
Cost of Sales	(271)	(162)
Gross Profit	612	410
Administrative Expenses (excluding rents payable to parent co.)	(362)	(404)
Profit on Ordinary Activities Before Rent	250	222
Rent Due to Parent Company	216	216
Profit on Ordinary Activities	34	6
Distribution paid to Parent Company	6	-

The aggregate of the assets, liabilities and funds were:	£'000	£'000
Assets	400	332
Liabilities	(274)	(224)
	126	99

Funds represent 2 ordinary shares of £1 each (2021: 2 ordinary shares of £1 each) and the surplus on the profit and loss account of £126,159 (2021: £98,524).

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

4. TRADING SUBSIDIARIES (CONTINUED)

Bath and West Shows Limited

The Company has a wholly owned trading subsidiary, Bath and West Shows Limited (Registered Company Number 08680261), which is incorporated in England and Wales. The registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. Bath and West Shows Limited carries out a primary purpose charitable activity of running the agricultural shows of the Society. A summary of its results is shown below:

	2022 £'000	2021 £'000
Turnover	1,656	847
Cost of Sales	(1,142)	(564)
Gross (Loss) / Profit	514	283
Administrative Expenses	(531)	(399)
(Loss) / Profit on Ordinary Activities	(17)	(116)
Distribution paid to Parent Company	-	17

The aggregate of the assets, liabilities and funds were:

	£'000	£'000
Assets	94	13
Liabilities	(696)	(597)
	(602)	(584)

Funds represent 3 ordinary shares of £1 each (2022: 3 ordinary shares of £1 each) and the deficit on the profit and loss account of £601,555 (2021: deficit of £584,212).

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

5. INCOME FROM DONATIONS AND LEGACIES

	Group 2022 £'000	Group 2021 £'000
Donations	5	4
Coronavirus Job Retention Scheme (CJRS)	-	29
	5	33

6. SUPPORT COSTS

	Group 2022 £'000	Group 2021 £'000
Wages and Salaries	597	484
Showground Costs (Facilities)	702	414
Showground Costs (Office)	155	89
Consultancy and Professional Costs	50	17
Finance Costs	89	16
Depreciation	305	310
Auditors' remuneration	14	16
	1,912	1,346

The analysis of auditors' remuneration is as follows:

	Group 2022 £'000	Group 2021 £'000
Audit of these financial statements	5	4
Audit of financial statements of subsidiary companies	8	7
Taxation services	1	1
Accountancy services	-	4
	14	16

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

7. STAFF COSTS

	Group 2022 £'000	Group 2021 £'000
Wages and Salaries	528	401
Employer's National Insurance	49	37
Pension Costs	20	19
Redundancy Costs	-	27
	597	484

The average number of employees was:

	Group 2022	Group 2021
Charitable activities and show organisation	16	9
Site maintenance and development	4	4
	20	13

One member of staff had emoluments, excluding pension contributions, within the band £90,001 to £100,000 (2021: None above £60,000). The contributions for the provision of retirement benefits under a money purchase pension scheme for staff within this band were £1,620 (2021: £Nil).

No remuneration was paid to the trustee directors (2021: £Nil) and no expenses have been reimbursed (2021: £Nil).

The total remuneration of key management personnel was £210,331 (6 individuals). In 2021 it was £205,727 (6 individuals).

8. TAXATION STATUS

The Company is exempt from taxation due to its charitable status. The subsidiary companies are subject to corporation tax. However, profits are donated to the charity by way of tax-deductible distribution made within 9 months of the financial year end, and consequently there is no corporation tax payable.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

9. TANGIBLE FIXED ASSETS

GROUP AND COMPANY

	Freehold Land £'000 £'000	Freehold Showground Buildings & Improvements £'000	Plant, Implements, Furniture & Fixtures £'000	Motor Vehicles £'000	Total
COST					
As at 1 January 2022	158	7,697	925	38	8,818
Additions	-	-	3	-	3
Disposals	-	(81)	-	-	(81)
As at 31 December 2022	158	7,616	928	38	8,740
DEPRECIATION					
As at 1 January 2022	-	4,860	864	38	5,761
Charge for the year	-	273	32	-	305
Eliminated on Disposal	-	(81)	-	-	(81)
As at 31 December 2022	-	5,052	896	38	5,986
NET BOOK VALUE					
As at 31 December 2022	158	2,564	32	-	2,754
As at 31 December 2021	158	2,837	61	-	3,057

The net book value at 31 December 2022 represents fixed assets used entirely for charitable purposes.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

10. INVESTMENT PROPERTIES

GROUP AND COMPANY

	Development Properties £'000
VALUATION	
As at 1 January and 31 December 2022	3,000

The Directors last commissioned a professional external valuation of investment properties by Cooper & Tanner on 31st December 2020. The Directors have reviewed the report and are satisfied that the valuation and its underlying assumptions remain appropriate as at 31 December 2022. There was no external valuation performed as at 31 December 2022.

11. FIXED ASSET INVESTMENTS

COMPANY

The investments held by the Company are investments in subsidiary companies at a total cost of £6 (2021: £6).

Details of undertakings

Undertaking	Holding	Proportion of voting rights and shares held 2022	2021
Subsidiary undertakings			
Bath & West Enterprises Limited	Ordinary	100%	100%
Bath and West Shows Limited	Ordinary	100%	100%
Bath and West Estates Management Company Limited	Ordinary	100%	100%
British Cheese Awards Limited (+)	Ordinary	100%	100%

(+) Shares held by a subsidiary company.

Further information in respect of Bath and West Shows Limited and Bath & West Enterprises Limited is provided in note 4.

The principal activity of both Bath and West Estates Management Company Limited and British Cheese Awards Limited is that of a dormant company.

The registered office of each subsidiary company shown above is The Showground, Shepton Mallet, Somerset, BA4 6QN. Each subsidiary is incorporated in England and Wales.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

12. STOCKS

	Group 2022 £'000	Group 2021 £'000	Company 2022 £'000	Company 2021 £'000
Consumables	17	17	17	17

13. DEBTORS

	Group 2022 £'000	Group 2021 £'000	Company 2022 £'000	Company 2021 £'000
Trade Debtors	139	60	19	22
Amounts Due from Group Undertakings	-	-	556	449
Other Debtors	-	6	-	6
Other Taxation and Social Security	30	-	22	10
Prepayments and Accrued Income	90	102	31	94
	259	168	628	581

14. CASH

	Group 2022 £'000	Group 2021 £'000	Company 2022 £'000	Company 2021 £'000
Cash at bank and in hand	107	48	43	1

Analysis of net debt

GROUP	At 1 Jan 2022 £'000	Cash flow £'000	At 31 Dec 2022 £'000
Cash at bank and in hand	48	59	107
Bank overdraft	(140)	140	(0)
Bank borrowings	(300)	(100)	(400)
Total	(392)	99	(293)

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

15. CREDITORS: Amounts falling due within one year

	Group 2022 £'000	Group 2021 £'000	Company 2022 £'000	Company 2021 £'000
Bank Overdraft	-	140	-	140
Bank borrowings	19	-	19	-
Trade Creditors	123	163	88	155
Amounts Due to Group Undertakings	-	-	179	169
Other Creditors	13	4	3	4
Other Taxation and Social Security	81	19	31	10
Accruals	55	38	36	27
Deferred Income (Note 17)	247	272	11	11
	538	636	367	516

16. CREDITORS: Amounts falling due in over one year

	Group 2022 £'000	Group 2021 £'000	Company 2022 £'000	Company 2021 £'000
Bank borrowings	381	300	381	300

Group and Company

Bank borrowings
The bank loans are denominated in sterling with a nominal interest rate of 2.7% above Base rate, the final instalment is due in October 2026.

The bank loans are secured by debenture over the Company's whole assets and undertakings.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

17. DEFERRED INCOME

	Group 2022 £'000	Group 2021 £'000	Company 2022 £'000	Company 2021 £'000
Balance Brought Forward	272	574	11	10
Trade Stand and other Advanced Bookings Received	39	69	-	-
Rent Received	61	42	10	10
Membership Received	1	1	1	1
Released to Statement of Financial Activities	(126)	(414)	(11)	(10)
Balance Carried Forward	247	272	11	11
Deferred income will be applied as follows:				
Deferred Income	247	272	11	11
Within 1 year	247	272	11	11

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

18. STATEMENT OF FUNDS

GROUP	As at 1 January 2022 £'000	Income £'000	Expenditure £'000	Transfers and Gains £'000	As at 31 December 2022 £'000
Unrestricted Funds:					
General Funds	5,523	409	(647)	222	5,507
Mendip DC grants	68	-	(68)	-	-
Bath and West Shows Ltd	(584)	1,656	(1,674)	-	(602)
Bath & West Enterprises Ltd	98	883	(633)	(222)	126
Designated Funds:					
Charity Committee	25	-	(8)	-	17
Young People's Funds	4	1	(1)	-	4
Infrastructure Upgrade	100	-	-	-	100
Total Unrestricted Funds	5,234	2,949	(3,031)	-	5,152
Restricted Funds:					
Showering Pavilion Heating System	18	-	(2)	-	16
South West Growth Fund	32	-	(3)	-	29
Rural Development Programme for England (RDPE)	1	-	(1)	-	-
Field to Food Learning Day	10	-	-	-	10
Mendip DC REC F&D Grant	4	-	-	-	4
Mendip DC First Aid Grant	4	-	-	-	4
Somerset CC Business Restart and Recovery Fund	50	-	(50)	-	-
Mental Health in Agriculture	1	-	-	-	1
The Queens Canopy	-	2	-	-	2
Total Restricted Funds	120	2	(56)	-	66
Total Funds	5,354	2,951	(3,087)	-	5,218

The transfer from Bath & West Enterprises Limited also includes an intercompany rent payment of £216k.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

18. STATEMENT OF FUNDS

GROUP	As at 1 January 2021 £'000	Income £'000	Expenditure £'000	Transfers and Gains £'000	As at 31 December 2021 £'000
Unrestricted Funds:					
General Funds	5,689	217	(599)	216	5,523
Mendip DC grants	-	68	-	-	68
Bath and West Shows Ltd	(469)	847	(962)	-	(584)
Bath & West Enterprises Ltd	92	572	(350)	(216)	98
Designated Funds:					
Charity Committee	30	-	(5)	-	25
Young People's Funds	4	-	-	-	4
Infrastructure Upgrade	100	-	-	-	100
Total Unrestricted Funds	5,446	1,704	(1,916)	-	5,234
Restricted Funds:					
Showering Pavilion Heating System	20	-	(2)	-	18
South West Growth Fund	35	-	(3)	-	32
Rural Development Programme for England (RDPE)	4	-	(3)	-	1
Field to Food Learning Day	10	-	-	-	10
Mendip DC REC F&D Grant	4	-	-	-	4
Mendip DC First Aid Grant	5	-	(1)	-	4
Somerset CC Business Restart and Recovery Fund	-	50	-	-	50
Mental Health in Agriculture	-	1	-	-	1
Total Restricted Funds	78	51	(9)	-	120
Total Funds	5,524	1,755	(1,925)	-	5,354

The transfer from Bath & West Enterprises Limited also includes an intercompany rent payment of £216k.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

18. STATEMENT OF FUNDS (CONTINUED)

Designated Funds:

Charity Committee
The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund.

Young People's Funds
This relates to the funds received from cheese sales at the Royal Bath & West Show that are designated by the Dairy Produce Committee for charitable giving during the coming year. As this event did not take place, this fund was not added to in 2021.

Infrastructure Upgrade
The Company has committed to pay its development partner £150k for the upgrade of showground infrastructure during the course of development and has therefore designated this fund within reserves. As at 31 December 2022, £100k of this commitment remains as £Nil (2021: £Nil) was paid in the year.

Restricted Funds:

Showering Pavilion Heating System
Grants were received to assist towards the costs of the sustainable energy heating system in the Showering Pavilion. The balance on this fund represents future depreciation to be written off over the life of the assets.

South West Growth Fund
In 2017 a grant of £43k was received from the South West Growth Fund towards the construction of the Rural Enterprise Centre. The balance on this fund represents future depreciation to be written off over the life of the assets.

Rural Development Programme for England (RDPE)
In 2018 a grant of £14k was received from RDPE to fund the development kitchen in the REC. This was spent in the 2018 year. The balance on this fund represents future depreciation to be written off over the life of the assets

Field to Food Learning Day
In 2020 a grant of £10k was received from the Fairfield Charitable Trust to fund the Field to Food Learning Day. The funds have been carried forward to be spent in future years.

Mendip District Council REC F&D Grant
In 2018 a grant of £4k was received from MDC to fund the development of the REC. Due to COVID-19 restrictions, this was not spent in 2022 but is expected to be spent in future.

The Queens Canopy
In 2022, money was raised for the planting of trees to celebrate the Queens Jubilee, this money is expected to be utilised in 2023.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

18. STATEMENT OF FUNDS (CONTINUED)

Mendip District Council First Aid Grant
A grant of £6k was received from MDC to fund the construction of a Medical post. The balance on this fund represents future depreciation to be written off over the life of the asset.

Somerset County Council Business Restart and Recovery Fund Grant
In 2021, a grant of £50k was received from SCC to fund the recruitment and employment and staff required to build up the operating team post COVID-19. This grant was received late in 2021 and was spent during this year.

Mental Health in Agriculture
A donation of £1k was received in 2021 and will be spent in future years.

COMPANY
For the purpose of section 408 of the Companies Act 2006, the net movement of funds for the Company is a deficit of £147k (2021: deficit of £61k). Total funds brought forward were £5,840k (2021: £5,901k). Total funds carried forward were £5,693k (2021: £5,840k).

19. ANALYSIS OF GROUP NET ASSETS BETWEEN FUNDS

	General Funds £'000	Designated Funds £'000	Restricted Funds £'000	Total £'000
Fund balances at 31 December 2022:				
Tangible Fixed Assets	2,709	-	45	2,754
Investment Properties	3,000	-	-	3,000
Other Assets/(Liabilities)	(627)	120	21	(486)
	5,081	120	66	5,268

There are sufficient resources available, held in an appropriate form, to enable restricted and designated funds to be applied in accordance with restrictions imposed.

	General Funds £'000	Designated Funds £'000	Restricted Funds £'000	Total £'000
Fund balances at 31 December 2021:				
Tangible Fixed Assets	3,002	-	55	3,057
Investment Properties	3,000	-	-	3,000
Other Assets/(Liabilities)	(897)	129	65	(703)
	5,105	129	78	5,354

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

20. FINANCIAL COMMITMENTS

Financial
As at 31 December 2022 the Group had £100k authorised and contracted financial commitments (2021: £100k).

£100k (2021: £100k) relates to a contribution to the Company's development partner to upgrade the showground infrastructure for future development, the exact timing of which cannot be determined.

Obligations under Non-cancellable Leases: as a lessee:-
As at 31 December 2022 the Group had total commitments under non-cancellable operating leases, for the following minimum lease payments:

	2022 £'000	2021 £'000
Expiry Date:		
Within 1 year	4	15
2 to 5 years	-	4
	4	19

The amount of non-cancellable operating lease payments recognised as an expense during the year was £15k (2021: £14k).

Obligations under Non-cancellable Leases: as a lessor:-
As at 31 December 2022 the Group had contracted with tenants under non-cancellable operating leases, for the following minimum lease payments:

	2022 £'000	2021 £'000
Expiry Date:		
Within 1 year	145	145
2 to 5 years	-	130
	145	275

The operating leases represent rental of properties to third parties.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022 (CONTINUED)

21. RELATED PARTY TRANSACTIONS

In accordance with FRS 102, the company is exempt from the requirement to disclose transactions with wholly owned group companies. There were no other related party transactions in the year (2021: None).

Transactions with the directors are disclosed in Note 7.

The Royal Bath & West of England Society

Registered in England and Wales - Company number: 02931640

Registered Office:
The Showground
Shepton Mallet
BATH
BA4 6QN

Francis Clark LLP trading as PKF Francis Clark
Chartered Accountants
Ground Floor
Blackbrook Gate 1
Blackbrook Business Park
Taunton
TA1 2PX

Dear Sirs

Financial Statements of The Royal Bath & West of England Society for the year ended 31 December 2022

This representation letter is provided in connection with your audit of the financial statements of The Royal Bath & West of England Society ("the charitable company"), and of the group of which the charitable company is the parent company ("the group"), for the year ended 31 December 2022 for the purpose of expressing an opinion as to whether these financial statements give a true and fair view of the results and financial position of The Royal Bath & West of England Society and the group in accordance with The Companies Act 2006, UK Generally Accepted Accounting Practice and the Statement of Recommended Practice 'Accounting and Reporting by Charities' [Charities SORP (FRS 102)].

The representations made in this letter are in accordance with the definitions set out in the Appendix to this letter.

We confirm that:

Financial statements

1. We have fulfilled our responsibilities as trustees, as set out in the terms of the audit engagement letter dated 14 February 2019, for preparing financial statements in accordance with The Companies Act 2006, United Kingdom Accounting Standards (UK Generally Accepted Accounting Practice) and the Statement of Recommended Practice 'Accounting and Reporting by Charities' [Charities SORP (FRS 102)], which give a true and fair view of the state of the charitable company's and the group's affairs as at the end of its financial year and of the charitable company's and the group's income and expenditure for the year then ended and for making accurate representations to you.

2. Measurement methods and significant assumptions used by us in making accounting estimates, including those measured at fair value, are reasonable.

3. We have no plans or intentions that may materially alter the carrying value and, where relevant, the fair value measurements or classification of assets and liabilities reflected in the financial statements.

4. We have disclosed all known actual or possible litigation and claims whose effects should be considered when preparing the financial statements to you and these have been disclosed in accordance with UK Generally Accepted Accounting Practice.

5. Related party relationships and transactions have been appropriately accounted for and disclosed in accordance with UK Generally Accepted Accounting Practice.

6. All events since the balance sheet date which require disclosure or which would materially affect the amounts in the financial statements have been adjusted or disclosed in the financial statements.

7. We confirm that the financial statements are free of material misstatements, including omissions. We believe that the effects of uncorrected misstatements are immaterial, both individually and in the aggregate, to the financial statements as a whole. A list of the uncorrected misstatements is attached to this representation letter, together with our reasons for not correcting them.

8. We confirm, having considered our expectations and intentions for the next twelve months, and the availability of working capital, and having given due consideration to the known and potential impacts of the coronavirus pandemic on the operations and financial performance and position of both the Group and the charitable company, as well as the availability of unrestricted funds, that the charitable company and the group are going concerns.

9. We confirm that, in the opinion of the trustees, the carrying value of investment property held by the group, being £3m, is considered to be appropriate as at 31 December 2022, and that the assets are not impaired at this time.

10. We confirm that the charitable company is committed to paying £100k to the developer as regards the provision of utilities to the development of land. There is no liability to the charitable company at 31 December 2021. Disclosures in the accounts regarding this financial commitment are accurate and complete.

Information provided

11. We have made available to you all accounting and other records, including minutes of all trustees' and management meetings, and other information relevant for the purposes of your audit. We have provided all additional information that you have requested for the purposes of your audit and given unrestricted access to persons within the charitable company and the group from whom you determined it necessary to obtain audit evidence or request information.

12. All transactions have been properly recorded in the accounting records and are reflected in the financial statements.

13. We acknowledge our responsibility for the design, implementation and maintenance of internal control to prevent and detect fraud and error. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud. Included in the Appendix to this letter are the definitions of fraud, including misstatements arising from fraudulent financial reporting and from misappropriation of assets.

14. We have disclosed to you all information in relation to fraud or suspected fraud of which we are aware and that affects the charitable company and the group and involves management, employees who have significant roles in internal control, or others where the fraud could have a material effect on the financial statements.

15. We have disclosed to you all information in relation to allegations of fraud, or suspected fraud, affecting the charitable company's and the group's financial statements communicated by employees, former employees, analysts, regulators or others.

16. We confirm that we are not aware of any possible or actual instances of non-compliance or suspected non-compliance with laws and regulations whose effects should be considered when preparing the financial statements, except as explained to you. We confirm that the company and the group have complied with all aspects of contractual agreements that could have a material effect on the financial statements in the event of non-compliance.

17. We confirm that the charitable company and the group have satisfactory title to all assets, and there are no liens or encumbrances on the assets except for those disclosed in the financial statements.

18. We confirm that there are no liabilities, contingent liabilities or guarantees to third parties other than those disclosed in the financial statements. We confirm that the charitable company and the group

have not contracted for any capital, or other, expenditure, other than as disclosed in the financial statements.

19. We confirm that the charitable company and the group have at no time during the year entered into any arrangement, transaction or agreement to provide credit facilities (including loans, quasi loans, or credit transactions) for trustees, nor to guarantee or provide security for such matters, except as disclosed in the financial statements.

20. We confirm that we are aware that a related party of the charitable company and group is a person or organisation which either (directly or indirectly) controls, has joint control of, or significantly influences the charitable company or vice versa and as a result will include trustees, other key management, close family and other business interests of the previous. We confirm that we have disclosed to you the identity of all related parties and all the related party relationships and transactions of which we are aware.

21. We confirm that all income and expenses have been fully recorded and correctly classified in the correct fund.

22. We confirm that all grants, donations and other income, including those subject to special terms and conditions or received for restricted purposes, have been notified to you. There have been no breaches of terms or conditions during the period regarding the application of such income.

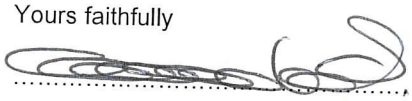
23. We confirm that we are not aware of any matters of material significance that should be reported to the Charity Commission.

24. We confirm that there are no companies associated with this charitable company for tax purposes. We understand that companies are associated for tax purposes if they are under the control of the same person or persons and there is substantial commercial interdependence between the companies. We also understand that for this purpose a person might be treated as one and the same person as: a close relative, a business partner; a trustee of a settlement of which the person or a relative was a settlor; and any company in which any of these is a shareholder.

We confirm that to the best of our knowledge and belief that the above representations are made on the basis of enquiries of management and staff with relevant knowledge and experience and, where appropriate, of inspection of supporting documentation sufficient to satisfy ourselves that we can properly make each of the above representations to you.

We acknowledge our legal responsibilities regarding disclosure of information to you as auditors and confirm that so far as we are aware, there is no relevant audit information needed by you in connection with preparing your audit report of which you are unaware. Each trustee has taken all the steps that he ought to have taken as a trustee in order to make himself aware of any relevant audit information and to establish that you are aware of that information.

Yours faithfully



..... [Chairman]

31/3/2023 ..... [Date]

Appendix A to the Board Representation Letter of The Royal Bath and West of England Society: Definitions

Financial Statements

A complete set of financial statements comprises:

- a group balance sheet as at the end of the year/period;
- a company balance sheet as at the end of the year/period;
- a group statement of financial activities for the year/period;
- a company statement of financial activities for the year/period (which may not be published);
- a group cashflow statement for the year/period; and
- notes, comprising a summary of significant accounting policies and other explanatory information.

Material Matters

Material omissions or misstatements of items are material if they could, individually or collectively, influence the economic decisions that users make on the basis of the financial statements. Materiality depends on the size and nature of the omission or misstatement judged in the surrounding circumstances. The size or nature of the item, or a combination of both, could be the determining factor.

Fraud

Fraudulent financial reporting involves intentional misstatements including omissions of amounts or disclosures in financial statements to deceive financial statement users.
Misappropriation of assets involves the theft of an entity's assets. It is often accompanied by false or misleading records or documents in order to conceal the fact that the assets are missing or have been pledged without proper authorisation.

Error

An error is an unintentional misstatement in financial statements, including the omission of an amount or a disclosure.

Management

For the purposes of this letter, references to "management" should be read as "management and, where appropriate, those charged with governance".

Appendix B to the Board Representation Letter of The Royal Bath & West of England Society: Summary of adjusted and unadjusted audit differences (consolidated)

The Royal Bath and West of England Society - Group
Accounts and audit adjustments

	Profit and Loss		Balance Sheet		B/f Reserves		Profit effect
	Dr £	Cr £	Dr £	Cr £	Dr £	Cr £	£
Profit / (Loss) per initial trial balance							
Adjusted audit journals							(74,054)
Society							
1 Freehold Showground buildings - cost disposal				81,274			
Freehold Showground buildings - depreciation disposal			48,445				
Profit / loss on disposal of FA	32,829						
Disposal of biomass boiler in Showering Pavillion noted as not in use							(32,829)
2 Fixtures and fittings depreciation charge		20,622					
Fixtures and fittings depreciation charge			20,622				20,622
Being correction of over depreciation of Fixtures and fittings assets due to register not being rolled forward correctly for some assets							
3 Intercompany - Enterprises			6,359				
Gift aid dividend		6,359					
Being recognition of dividend of Enterprises 2021 profits							6,359
Enterprises							
4 Dividend paid	6,359						
Intercompany - Society				6,359			(6,359)
Being recognition of dividend of Enterprises 2021 profits							
5 Bank			48,991				
VAT liabilty				48,991			
Being reversal of bank payment of VAT liability to Society which only cleared the bank statement 31.01.2023							
6 Bad debt charge	50,000						
Bad debt provision				50,000			(50,000)
Being bad debt provision for Hayes							
Profit / (Loss) per current draft accounts							(136,261)
Unadjusted audit differences							
Specific errors							
Shows							
7 Trade Debtors			3,289				
Trade Creditors				3,289			
Presentational reclassification of credit balances in Trade Debtors Ledger to Trade Creditors							
Unadjusted items in prior year impacting current year							
Enterprises							
8 Income	3,119						
P&L reserve						3,119	(3,119)
Being Utilities recharge income for Hayes that relate to the period Aug 2018 - Dec 2021 that should have been recognised in prior year							
Total amount is immaterial so no prior year adjustent required.							
Noted for information only.							
Profit / (Loss) if all the above were adjusted							(139,380)
Profit impact of unadjusted entries							(3,119)

THE ROYAL BATH AND WEST OF ENGLAND SOCIETY

England & Wales - Charity number 1039397

Accounts

COMPANY NUMBER 02931640
CHARITY NUMBER 1039397

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)

REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2021

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

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Notes to the Consolidated Financial Statements	19

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2021

The directors of the charitable company ("the Society") are its trustees for the purposes of charitable law and throughout this report are collectively referred to as the directors.

The directors submit their report and audited financial statements for the year ended 31 December 2021. The directors' report also represents the trustees' report required by Part 8 of the Charities Act 2011.

OBJECTIVES AND ACTIVITIES

OBJECTIVES

The charitable objectives of the Society are the encouragement of agriculture, manufacture, commerce and rural crafts.

ACTIVITIES

The Society continues to have three main workstreams, each contributing to the charitable objectives:

1. The Royal Bath & West of England Society – responsible for the delivery of the charitable activities of the Society and regeneration and development of the Showground.
2. Bath and West Shows Limited – responsible for organising the Agricultural Shows.
3. Bath & West Enterprises Limited – responsible for the commercial activity on the Showground.

The business model remains quite simple; the net trading surpluses from our Shows and other Showground activity maintain the Society's estate and invests in projects that deliver the charitable objectives – the encouragement of Agriculture, Manufacture, Commerce and Rural Crafts through education and knowledge transfer. The capital realised by releasing land for commercial development provides investment to improve the infrastructure and building stock on the Showground and to support other initiatives that further the Society's objectives.

Our mission remains:
As a rural Charity and through the work within the Rural Enterprise Centre we will be recognised as a key influencer and educator in a range of farming, food and rural issues and be regarded as being at the hub of rural enterprise in Somerset and the West of England.

Our core values are important to us:

- Honesty & Integrity;
- Loyalty & Respect;
- Excellence & Pride; and
- Creativity & Innovation

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

ACTIVITIES (CONTINUED)

PUBLIC BENEFIT

In setting the objectives and planning the activities the Directors have considered the Charity Commission's general guidance on public benefit. The Directors consider how planned activities will contribute to the aims and objectives they have set.

Accentuate the delivery of our charitable objectives

The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund. In light of the loss for 2020 and ongoing COVID19 restrictions, in 2020 an appeal was launched which raised £27k, which has been added to the Charity Committee Fund and disclosed in note 18.

The Committee's objectives are:

- To encourage and facilitate research, education, knowledge transfer, innovation and related activities for the benefit of agriculture, the countryside and the rural economy of the West of England;
- To build an understanding of farming, food and the rural economy among the wider public

The following priorities have been achieved under these themes:

1. Education of Young People (under 25 yrs old)
2. Industry Knowledge Transfer and Innovation predominantly through the Rural Enterprise Centre
3. Awards and Scholarships
4. Library & Archives Committee continue to act as custodians of the Society's archives

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

REVIEW OF THE YEAR

The COVID 19 Pandemic has had a very considerable impact on the Society since it began in 2020. The restrictions imposed on movement and successive lockdowns meant that we were unable to generate income from commercial lettings and also could not run the main Royal Bath & West Show in either 2020 or 2021. We ended 2020 optimistic that we would be able to return to our usual show dates in 2021, but the rise in cases over December 2020 and the consequential lockdown introduced in January meant that we had to review our plans and instead we decided to concentrate on making a more fragmented offering in 2021.These included the Country Festival in August 2021, intended to generate awareness of the Showground and also of the importance of agriculture to the rural economy and which made a small contribution to overheads, a successful Dairy Show in October 2021 and an Equine Show behind closed doors in May 2021. However after recharging overheads the Shows Company made a loss of £116,000. This was not surprising as it was only as confidence increased during the year that events began to recover some of their impetus, and it was clear that many traders had taken the decision early in 2021 not to re-activate their show activities.

The Showground was equally hit hard by cancellations of events throughout the year. We were very fortunate to be selected as a venue for a regional vaccination centre run by the NHS. This helped the Enterprises company to make a small profit after charging overheads and rent.

Unfortunately, due to the continuing negative impacts of COVID19, the financial position of the Society continues to have been badly hit but the Society made a modest surplus before interest, depreciation, and amortisation on its regular activities and this was a considerable improvement on the prior year.

Looking back at the last two years, none of us anticipated quite how difficult a time we were going to experience. What we learned was that the show industry was particularly vulnerable to an event like COVID 19. Although we have plenty of space we do rely on visitors and once restrictions on movement were imposed this meant that both our shows and the other events that took place on the show ground had to be cancelled. The impact on our income was therefore considerable at a time when the overheads continued to be incurred. As a way of controlling these we did, regrettably, have to make some staff redundant or to decide not to replace those who were retiring and this always meant that getting ourselves back into business was going to be a large ask for the remaining members of the team. Among those to leave us was our Chief Executive, who decided in January 2021 to explore other opportunities. We were sad to say farewell to Rupert Cox after 6 years with the Society, during which time he did much to help it evolve. His absence inevitably placed greater responsibility on both the Board and the Staff team and we are grateful to them all for their respective contributions in helping to move the Society forward during this challenging period. Against this backdrop it is positive that a new Chief Executive has now been appointed and we look forward to Carol Paris joining us later in 2022 to take up her post.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

REVIEW OF THE YEAR (CONTINUED)

We have recorded before the disappointment at the way that all agricultural societies have been treated by government during the pandemic, being excluded from the Cultural Recovery Fund on the basis that we fell under the remit of DEFRA and yet receiving no support at all from DEFRA.

In contrast we are very grateful to both Mendip District Council and Somerset County Council for the provision of generous support through grants to the Society, which will enable us to re-create a number of the roles that regrettably had to be lost when COVID first struck.

Even in financially challenging times, the reputation of the Society continues to be strong, driven not least through our relationship with a number of external stakeholders and delivery partners such as "Innovation For Agriculture" (IfA), Somerset Mental Health in Agriculture Group (SMHAG), Linking Environment and Farming (LEAF) and the Academy of Cheese.

The Society continues to help influence the Show community through the Association of Show and Agricultural Organisations (ASAO). We remain members of the Royal Agricultural Society of the Commonwealth (RASC) and the European Federation of Agricultural Exhibition and Show Organisers (EURASCO) making sure we influence internationally through these Commonwealth and European bodies. Locally we support the business community by remaining active founding members of the Somerset Chamber of Commerce.

2022 Trading Conditions

We are planning that 2022 will return to some form of commercial normality and we are looking forward in particular to a special Royal Bath & West Show in June 2022, marking both Her Majesty The Queen's Platinum Jubilee and also the 70th Anniversary of Her Majesty as our Patron. Therefore, we have taken the decision to increase staff levels once more to meet the anticipated level of activity and also to promote the Showground. However, financially, we have to be realistic that it will be a good result if we can be breakeven at the EBITDA level - therefore we continue to maintain banking facilities of £1.35m, of which £392k had been utilised at 31 December 2021.

2020 was to have seen the development of a new business plan, but COVID19 meant that cash management had to take priority over medium term planning. However, Directors are aware that as the country comes out of the pandemic, they will need to revisit their aspirations and agree a strategy for the future. During this work the Directors will be mindful of the Charity Commission's Governance Code and the priorities described within it being: Organisational purpose; Leadership; Integrity; Decision-making and risk control; Board Effectiveness; Diversity and Openness and accountability.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

FINANCIAL REVIEW

The impact of COVID19 continued to have a fundamental impact on the performance of the business in 2021. Total income was £1.75m (2020: £700k) and total expenditure was £1.925m (2020 - £1.6m). This led to a loss of £170k (2020 – loss before investment property revaluation of £906k).

Support costs have reduced by £66k (2020: £254k), largely due to control of overhead spend in the context of a deficit budget and COVID19 restrictions.

The consolidated cash balance decreased by £260k to a net overdraft of £92k and a loan of £300k. (2020: net overdraft of £132k). This was primarily due to cash spent on operating activities of £239k (2020: £284k) and capital expenditure of £17k (2020: £87k).

Consolidated unrestricted funds decreased to £5,234k (2020: £5,446k) and consolidated restricted funds increased to £120k (2020: £78k) as disclosed in note 18 to the accounts.

There are net current liabilities of £403k (2020: £826k). This includes £46k of trade stand funds held on account following the cancellation of the Bath & West Show in 2020 and 2021 and carried forward to 2022. It also includes £15k of sponsorship & £54k of advance ticket income carried forward to 2022. If required, there are debt facilities of £1.35m available with Handelsbanken of which £392k has been utilised.

Due to the lack of events on the Showground, income from the Wessex Pavilion in 2021 was limited, however regular catering was provided by our partner to the NHS. The tenant continued to pay a proportion of the rent due, with the Society granting a partial rent holiday.

Our development partner Red Kite Securities Limited continues to look for development opportunities but no commercially viable plans have come forward.

RISK

The formation in 2015 of an Audit Committee that is independently chaired has created an additional risk management tool for the Society to provide appropriate checks to manage a range of risks that could affect the charity.

The principal risks to the Society had previously been the underperformance of its trading subsidiaries as well as adverse weather and animal disease that might cause the closure of all or some of our Shows. However, no one could have envisaged the impact of COVID19 on the business. COVID19 will continue to be the Society's biggest risk during 2022 as restrictions on activities and capacity, as well as public and exhibitor appetite to attend events, may impact on the financial viability of both our own shows and third-party events.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

RISK (CONTINUED)

During the Pandemic years of 2020 and 2021, our total staffing number reduced by 9, but from 2022 we are returning the Society's staffing levels to more normal levels, including the appointment of a new Chief Executive who is due to start in July 2022.

In addition, efforts have been made to diversify income streams to mitigate risk, particularly through ensuring as much of the Showground buildings as possible are let. Early in 2021 the Showground opened as a coronavirus vaccination centre for the NHS. As well as being proud to be able to support the NHS and the local community, this has also led to increased revenues for the Society, albeit at a much-reduced rate to those charged to commercial entities.

Due to the impact of the pandemic, additional funding was secured from Handelsbanken in 2020, comprising an increase in the overdraft to £250k as well as a £1.1m loan facility. As at the 2021 year-end, £392k has been drawn and Handelsbanken has confirmed that it will extend the facilities by a further year to permit drawdowns until 2023, with the first repayment of any balances also delayed until 2023.

Although trading is uncertain in 2022 and costs are increasing due to the continued impact of COVID19, given the availability of funding from Handelsbanken, the Board believe it is appropriate to continue to adopt the going concern basis for the preparation of the accounts.

RESERVES POLICY

The normal reserves policy is to cover the risk of inclement weather and any unplanned repairs and maintenance. The level of reserves should be sufficient to cover at least 3 months of overhead costs of the Society and target liquid reserves are £500k.

During 2020 and 2021 reserves were heavily impacted by the COVID19 pandemic. This meant that the reserves of the Society freely available to be spent in furtherance of its charitable objectives decreased to a deficit of £897k (2020: deficit of £970k) as disclosed in note 19 to the accounts. This amount is currently below our target as we build funds to help recover from the impact of COVID19 as well as deliver capital projects to improve our facilities in order to generate sustainable surpluses to protect the delivery of our charitable objectives.

DESIGNATED FUNDS

The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and meets as necessary during the year to oversee the allocation of monies. The Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund. In light of the loss in 2020 and ongoing COVID19 restrictions, in 2020 an appeal was launched which raised £27k, which has been added to the Charity Committee Fund and disclosed in note 18 Comparative.

The Young People's Fund raises money from cheese sales at the Royal Bath & West Show for charitable giving and is administered by the Charity Committee but this fund was not added to in 2021.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

DESIGNATED FUNDS (CONTINUED)

The Infrastructure Upgrade Fund represents a commitment to pay the Society's development partner £150k for the upgrade of showground infrastructure during the course of development of which £50k was paid in 2016, and the remainder is due within the term of the development agreement.

The funds are disclosed in note 18 to the accounts.

TANGIBLE FIXED ASSETS AND INVESTMENT PROPERTY

Investment property consists of land in the development zones of the Showground site. The land is stated at fair value. Any gains or losses arising from valuations or disposals are recognised in the statement of financial activities in the year in which they occur. The Directors commissioned a professional valuation in 2020, adopting a valuation of £3m which has been confirmed by the Directors for 2021 as still being an appropriate carrying value.

Information relating to the changes in tangible fixed assets and investment property is given in Note 9 and Note 10 to the financial statements. Capital commitments as at 31 December 2021 are disclosed in Note 20.

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Society is a charitable company Limited by Guarantee without share capital, the guarantors being the council members to the extent of £1 each. There were 134 (2020: 149) council members at the balance sheet date.

The governing documents of the Society are the Memorandum and Articles of Association dated 23 May 1994 with subsequent amendments agreed on 18 November 1999, 19 February 2004, 16 February 2006 and 16 September 2010. These documents are supported by the Byelaws of the Society which govern the operation of the Society in more detail.

The business of the Society is managed by the directors who may exercise all the powers of the Society. The directors are appointed by the Society at the annual general meeting or by the directors although, if appointed by the directors, the director can only hold office until the next annual general meeting. The directors usually meet four times a year. At every annual general meeting directors retiring by rotation may be re-elected.

There is a regular review of the structure of the directors of the Society. This involves a skills review as well as a review of each director's responsibilities across the Society. When a requirement is identified, a review is made to recruit directors from within the council and volunteer structure of the Society. However, for certain more specialist skills advice is sought externally.

The Society has formal procedures for the induction and training of directors and members. All new members and directors receive a training and information briefing prior to their first council or board meeting. Directors' training takes place as appropriate in addition to an annual away day for the board when they review many aspects of the Society.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

STRUCTURE, GOVERNANCE AND MANAGEMENT (CONTINUED)

The annual general meeting comprises full council members and vice presidents. The membership has three representatives on the council of the Society and has an annual members' meeting. The members' representatives are governed by the Byelaws.

Nominations for council membership have to be approved by the directors. Council members are admitted at any general meeting. General meetings are held three times a year. The Society must hold one general meeting as an annual general meeting in each calendar year. General meetings other than the annual meeting are called extraordinary general meetings.

The day to day running of the Society is usually delegated to the Chief Executive and in turn the Senior Managers. The Chief Executive reports to the Directors who approve his or her, and senior management remuneration and any annual changes. Annual appraisals are carried out for all staff with any relevant financial and non-financial targets set. Following the resignation of Rupert Cox as Chief Executive in January 2021, the day to day running of the Society has been delegated to the Senior Managers, who are each overseen by a Trustee mentor with whom they have regular contact.

An independently chaired Audit Committee provides appropriate checks to manage a range of risks that could affect the charity.

The Society relies upon a large number of volunteer members who meet regularly to discuss and deliver its charitable activities. Volunteers are supervised by the Chief Stewards

RELATED PARTIES

The Society owns 100% of the share capital of Bath & West Enterprises Limited. The principal activities of which is the commercial letting of the showground site, event management and the provision of catering services.

The following directors of The Royal Bath & West of England Society were also directors of Bath & West Enterprises Limited during the year:

Dr L S Moir
M Thatcher
Mrs A B Yeoman OBE DL
R N F Drewett DL
M J Felton

The Society owns 100% of the share capital of Bath and West Shows Limited. The company organises the charitable shows of The Royal Bath & West of England Society and in particular carries out only such activities as are in furtherance of the charitable objectives.

The following directors of The Royal Bath & West of England Society were also directors of Bath and West Shows Limited during the year:

J Alvis OBE
A Gibson OBE
C R Look
R N F Drewett DL
R W Uloth

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

REFERENCE AND ADMINISTRATIVE DETAILS

Charity Name	The Royal Bath & West of England Society
Charity Number:	1039397
Company Number:	02931640
Directors:	R N F Drewett DL – Chairman Mrs C R Look - Vice Chairman Dr L S Moir – Honorary Treasurer J Alvis OBE M J Felton A Gibson OBE M Thatcher R W Uloth Sir David Wills Bt Mrs A B Yeoman OBE DL P M Thomson – appointed 1st April 2021 Mrs S Seagar – appointed 6th January 2022 Mrs V E Leng – appointed 6th January 2022
Chief Executive:	G R Cox – resigned 31st January 2021
Registered Office:	The Showground Shepton Mallet Somerset BA4 6QN
Auditor:	PKF Francis Clark Chartered Accountants and Statutory Auditor Blackbrook Gate 1 Blackbrook Business Park Taunton Somerset TA1 2PX
Bankers:	Handelsbanken Bishopbrook House Cathedral Avenue Wells BA5 1FD

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors (who are also the trustees of the charitable company for the purposes of charity law) are responsible for preparing the Annual Report of the Directors and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Society and the Group and of the incoming resources and application of resources, including the income and expenditure, of the Group for that year.

In preparing these financial statements the directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Society will continue in business.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Society 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 Society and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the directors are aware:

- there is no relevant audit information of which the Society's auditors are unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Society's website.

Approved by the directors on 1 APRIL 2022 and signed on their behalf by:

.....
R N F Drewett DL
Chairman

.....
Dr L S Moir
Honorary Treasurer

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2021

Opinion

We have audited the financial statements of The Royal Bath & West of England Society (the 'Charitable Parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2021, which comprise the Consolidated Statement of Financial Activities, the Group and Company Balance Sheets, the Consolidated Cash Flow Statement, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group and Charitable Parent Company's affairs as at 31 December 2021 and of the Group's incoming resources and application of resources, including income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate and that the trustees have disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the Group and the Charitable Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

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

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

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 10, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

In preparing the financial statements, the directors are responsible for assessing the Charitable Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

As part of our audit planning we obtained an understanding of the legal and regulatory framework that is applicable to the Group. We gained an understanding of the industry in which the Group operates as part of this assessment to identify the key laws and regulations affecting the Group. As part of this, we reviewed the Group's website for indication of any regulations and certification in place and discussed these with the relevant individuals responsible for compliance. The key regulations we identified were health and safety regulations and breaches of The General Data Protection Regulation ("GDPR"). We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006 and the Charities: Statement of Recommended Practice (SORP).

We discussed with management how the compliance with these laws and regulations in monitored and discussed policies and procedures in place. As part of our planning procedures, we assessed the risk of any non-compliance with laws and regulations on the Group's ability to continue operating and the risk of material misstatement to the accounts. We also evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements. Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved the following:

- Enquiries of management regarding their knowledge of any non-compliance with laws and regulations that could affect the financial statements.
- Review of the group's GDPR policy and enquiries to the Data Protection Officer as to the occurrence and outcome of any reportable breaches.
- Reviewed legal and professional costs to identify any possible non-compliance or legal costs in respect of non-compliance.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

We assessed the susceptibility of the financial statements to material misstatement through management override or fraud, including in relation to cash income and expenditure, and obtained an understanding of the controls in place to mitigate the risk of fraud. We also discussed with management whether there had been any instances of known or alleged fraud, of which there were none. Based upon our understanding we designed and conducted audit procedures including:

- Audited the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business.
- Reviewed estimates and judgements made in the accounts for any indication of bias and challenged assumptions used by management in making the estimates.
- We undertook audit procedures in respect of income recognition for each material stream of income during the year.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements. This risk increases the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements as we are less likely to become aware of instances of non-compliance. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report

Use of our report

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

.....

Nicholas Farrant BA MSc FCA (Senior Statutory Auditor)
PKF FRANCIS CLARK
Chartered Accountants and Statutory Auditor
Blackbrook Gate 1,
Blackbrook Business Park
Taunton
Somerset
TA1 2PX

Date: 1st April 2022

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	Unrestricted Funds 2021 £'000	Restricted Funds 2021 £'000	Total Funds 2021 £'000	Unrestricted Funds 2020 £'000	Restricted Funds 2020 £'000	Total Funds 2020 £'000
INCOME							
Donations and legacies	5	32	1	**33**	175	-	**175**
Charitable activities		68	50	**118**	-	10	**10**
Other trading activities	4	1,390	-	**1,390**	363	-	**363**
Investments		-	-	**-**	1	-	**1**
Other		214	-	**214**	151	-	**151**
TOTAL INCOME	3,18	1,704	51	**1,755**	690	10	**700**
EXPENDITURE							
Expenditure on raising funds		579	-	**579**	777	-	**777**
Expenditure on charitable activities		1,337	9	**1,346**	821	8	**829**
TOTAL EXPENDITURE	3,18	1,916	9	**1,925**	1,598	8	**1,606**
NET (EXPENDITURE) / INCOME BEFORE GAINS ON INVESTMENT PROPERTIES		(212)	42	**(170)**	(908)	2	**(906)**
GAINS ON INVESTMENT PROPERTIES		-	-	**-**	258	-	**258**
NET (EXPENDITURE) / INCOME FOR THE YEAR AND MOVEMENT IN FUNDS		(212)	42	**(170)**	(650)	2	**(648)**
RECONCILIATION OF FUNDS:							
FUNDS BROUGHT FORWARD		5,446	78	**5,524**	6,096	76	**6,172**
FUNDS CARRIED FORWARD		5,234	120	**5,354**	5,446	78	**5,524**

The notes on pages 19 to 40 form an integral part of these financial statements.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED AND COMPANY BALANCE SHEETS
AS AT 31 DECEMBER 2021

	Note	Group 2021 £'000	Group 2020 £'000	Company 2021 £'000	Company 2020 £'000
FIXED ASSETS					
Tangible Assets	9	3,057	3,350	3,057	3,350
Investment Properties	10	3,000	3,000	3,000	3,000
Investments	11	-	-	-	-
		6,057	6,350	6,057	6,350
CURRENT ASSETS					
Stock	12	17	18	17	18
Debtors	13	168	54	581	72
Cash at Bank and in Hand	14	48	1	1	1
		233	73	599	91
LIABILITIES: Creditors Falling Due Within One Year	15	(636)	(899)	(516)	(540)
NET CURRENT (LIABILITIES)/ASSETS		(403)	(826)	83	(449)
LIABILITIES: Creditors Falling Due After More Than One Year	16	(300)	-	(300)	-
NET ASSETS		5,354	5,524	5,840	5,901

(continued on page 17)

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED AND COMPANY BALANCE SHEETS
AS AT 31 DECEMBER 2021 (CONTINUED)

	Note	Group 2021 £'000	Group 2020 £'000	Company 2021 £'000	Company 2020 £'000
FUNDS					
Unrestricted Funds					
General Funds	18	5,591	5,365	5,591	5,689
Non-Charitable Trading Funds	18	(486)	(53)	-	-
Designated Funds	18	129	134	129	134
		5,234	5,446	5,720	5,823
Restricted Funds	18	120	78	120	78
TOTAL FUNDS		5,354	5,524	5,840	5,901

The financial statements were approved by the directors on 1 April 2022 and signed on their behalf by:

.....
R N F Drewett DL
Chairman

.....
Dr L S Moir
Honorary Treasurer

Company Registration Number: 02931640

The notes on pages 19 to 40 form an integral part of these financial statements.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2021

	Note	2021 £'000	2020 £'000
Cash flows from operating activities			
Net cash provided by operating activities	(a)	**(239)**	**(284)**
Cash outflows from investing activities:			
Interest received		-	1
Payments to acquire tangible fixed assets		(17)	(87)
Cash used in investing activities		(17)	(86)
Cash inflows from financing activities:			
Interest paid		(4)	-
Bank borrowing drawdown		300	-
Cash used in financing activities		296	-
Increase/(decrease) in cash and cash equivalents		40	(370)
Cash and cash equivalents at 1 January		(132)	238
Cash and cash equivalents at 31 December		**(92)**	**(132)**

(a) Reconciliation of net income to net cash provided by operating activities

	2021 £'000	2020 £'000
Net expenditure for the year	(170)	(648)
Interest paid/(receivable)	4	(1)
Depreciation charge	310	335
Gain on revaluation of investment properties	-	(258)
Decrease in stock	1	3
(Increase)/decrease in debtors	(114)	144
(Decrease)/Increase in creditors	(270)	141
Cash flows from operating activities	**(239)**	**(284)**

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021

1. COMPANY STATUS

The Company is a registered charity and a Company Limited by Guarantee incorporated in England and Wales, without share capital. The address of the registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. The guarantors are the council members to the extent of £1 each. There were 134 (2020: 149) members at the balance sheet date.

2. ACCOUNTING POLICIES

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

The financial statements have been prepared in accordance with Accounting and reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The Royal Bath & West of England Society meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

All amounts stated in these financial statements are expressed in round thousands, unless specifically denoted as being displayed to another basis.

The accounts are presented in sterling which is also the functional currency of the Group.

Group financial statements

The financial statements consolidate the results of the charity and its wholly owned subsidiaries, Bath & West Enterprises Limited, Bath and West Shows Limited, Bath and West Estates Management Company Limited, and British Cheese Awards Limited on a line-by-line basis.

A separate Statement of Financial Activities and Income and Expenditure Account for the Company has not been presented because the Company has taken advantage of the exemption afforded by section 408 of the Companies Act 2006.

The Charity meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its individual financial statements. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel. Equivalent information is presented in relation to these group accounts.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

2. ACCOUNTING POLICIES (CONTINUED)

Going concern

In the light of the consolidated net current liabilities of £403k (2020: net current liabilities of £826k) as at 31 December 2021, the directors have given consideration to the operations and financial position of the Group in making their going concern assessment. In particular, the directors have given consideration to the lasting effects, upon the Group, of the Coronavirus pandemic and its lasting impact upon the financial performance and position of the group.

The directors expectations for the year ended 31 December 2021 were largely met or exceeded:

- The Group was able to hold the planned Country Festival in August 2021 and the Dairy Show in October 2021
- Early in 2021 the Showground opened as a coronavirus vaccination centre for the NHS. As well as being able to support the NHS and the local community, this has also led to increased revenues for the Society, albeit at a much-reduced rate to those charged to commercial entities.
- There was a positive cash inflow for the year of £40k (after partial draw down of loan facility -see below)
- The net expenditure for the year of £170k (2020: net expenditure £648k) is stated after depreciation, amortisation and interest of £314k giving a total EBITDA for the year of £144k.

As previously reported, due to the impact of the pandemic, additional funding was secured from Handelsbanken in 2020, comprising an increase in the overdraft to £250k as well as a £1.1m loan facility. As at the 2021 year-end, it has only been necessary to draw down £300k on the loan and so this facility remains available for use in 2022 if required and Handelsbanken have also provided confirmation, subsequent to the year end, to the directors that the facility availability has been extended from March 2022 to March 2023 and that the interest only payment period has been extended to May 2023.

A detailed cash flow forecast has been prepared for the period to April 2023 which is more than 12 months from the date of approval of the accounts. This assumes that there will be a return to pre-pandemic levels of activity on the Showground. The forecast reflects the current bookings and may be subject to cancellation / postponement should there be, for example, a return to COVID restrictions. The forecast also assumes that we will be able to hold the Bath & West Show in June 2022 and planning is well advanced with ticket sales open and trade-stand and sponsorship sales at a satisfactory level already confirmed.

Whilst the forecast does anticipate the need to draw down part of the £1.1m available loan facility, the year to date 2022 cash position, before any further draw down, already exceeds the forecasted position and the directors do not anticipate any need to approach the bank for further support or extension of facilities.

2. ACCOUNTING POLICIES (CONTINUED)

Based on the above, whilst recognising that there can be no certainty especially in light of the economic uncertainty impacting the UK population and, potentially, their availability of discretionary spend, the directors are satisfied that the group and company will continue to operate with sufficient cash headroom and, therefore, it is appropriate to continue to adopt the going concern basis in the preparation of the accounts.

Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The key judgement that has a significant impact on the financial statements is in respect of going concern, as described above, particularly in the light of ongoing COVID19 restrictions.

The key sources of estimation uncertainty that have a significant effect on the amounts recognised in the financial statements are described below.

The directors have considered the proportion of the freehold land which is considered to be held for development, and consequently disclosed as development properties, and have allocated this to investment properties according to the proportion of land which is intended to be sold.

Investment properties are stated at fair value. The directors' estimate of fair value is based upon valuations provided by external, independent valuers, each of whom have an appropriate recognised professional qualification and relevant experience. The carrying value of investment properties at the balance sheet date is £3.0m (2020: £3m) as shown in note 10. Given the trading conditions relating to COVID further key judgements are the valuations of investment properties & freehold land and the potential need for any impairment or increase in valuation. As explained above, the Directors commissioned an external professional valuation in 2020 to support their valuation which showed no requirement for an impairment. The Directors have considered market conditions since that valuation and have decided there is no need to change the carrying valuation.

2. ACCOUNTING POLICIES (CONTINUED)

Key management personnel are considered to be the directors and senior management team. Key management personnel comprised 5 individuals in 2021: Chief Executive (to Jan 2021 only), Chief Financial Officer (to Nov 2021 only then covered by consultant), Head of Commercial Enterprise (currently vacant), Head of Estates. As trustees, the directors are not remunerated.

Incoming Resources

Income is recognised when the Group has entitlement to the funds, any performance conditions attached to the item(s) of income have been met, it is probable that the income will be received and the amount can be measured reliably.

Income from government and other grants, whether 'capital' grants or 'revenue' grants, is recognised when the Group has entitlement to the funds, any performance conditions attached to the grants have been met, it is probable that the income will be received and the amount can be measured reliably and is not deferred.

Revenue from lettings is recognised on provision of the letting or service to the customer in the period to which it relates.

Revenue from shows is recognised during the period in which the relevant show takes place.

Resources Expended

Resources expended are accounted for in the period in which they are incurred.

Certain expenditure is directly attributable to specific activities and has been included in those cost categories. Certain other costs, which are attributable to more than one activity, are apportioned across cost categories on the basis of an estimate of the proportion of time spent by staff on those activities.

Support costs are those costs incurred in support of expenditure on the charitable activities of the Group.

Grants are payments the Company makes voluntarily to other institutions or individuals in order to further its objectives. They are charged to the Statement of Financial Activities in the period in which they are payable.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

2. ACCOUNTING POLICIES (CONTINUED)

Tangible Fixed Assets and Depreciation

Tangible fixed assets costing more than £1,000 are capitalised and included at cost (including any incidental expenses of acquisition).

Depreciation, calculated on the straight-line method, is provided to write off the cost less estimated residual value of the fixed assets over the course of their useful lives, except for freehold land which is not depreciated. The rates during the period were as follows:-

Showground Buildings and Improvements	2% - 10%
Plant, Implements, Furniture and Fixtures	20% - 25%
Motor Vehicles	25%

Investment Properties

Properties intended for development and sale are included as investment properties. Investment properties are stated at fair value. Any gains or losses arising from valuations or disposals are recognised in the statement of financial activities in the year in which they occur.

Stocks

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

Cash at Bank and in Hand

Cash at bank and in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening the deposit or similar account.

Pension Costs

The Group contributes to a defined contribution pension scheme, the assets of which are held separately from those of the Group. The scheme is independently administered. Contributions are charged to the statement of financial activities as they fall due in accordance with the scheme rules.

Operating Leases

Rentals paid under operating leases are charged to the statement of financial activities on a straight-line basis over the term of the lease.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

2. ACCOUNTING POLICIES (CONTINUED)

Fund Accounting

General funds are unrestricted funds which are available for use at the discretion of the directors in furtherance of the Group's objectives and which have not been designated for particular purposes.

The non-charitable trading funds are the funds of the subsidiary companies, Bath & West Enterprises Limited and Bath & West Shows Limited.

Designated funds comprise unrestricted funds that have been set aside by the directors for particular purposes. The aim and use of each designated fund is set out in the notes.

Restricted funds are funds which are to be spent in accordance with specific restrictions imposed by donors. The aim and use of each restricted fund is set out in the notes.

Financial Instruments

The Group only has financial assets and financial liabilities that qualify as basic financial instruments, being trade and other debtors and creditors, and cash and bank balances.

Basic financial instruments are initially recognised at transaction value and are subsequently measured at their settlement value. Any losses arising from impairment ('doubtful debts') are recognised in the statement of financial activities.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

3. ANALYSIS OF ACTIVITIES

	2021 Income	Direct Costs	Support costs	Gains on Investment Properties	Transfers	Surplus/ (deficit)
	£'000	£'000	£'000	£'000	£'000	£'000
Unrestricted/Designated						
Membership and education	93	(5)	(194)	-	-	(106)
Other Showground income	192	-	(404)	-	216	4
Bath and West Shows Ltd	847	(564)	(399)	-	-	(116)
Bath & West Enterprises Ltd	572	(10)	(340)	-	(216)	6
Unrestricted total	1,704	(579)	(1,337)	-	-	(212)
Restricted						
South West Growth Fund	-	-	(3)	-	-	(3)
Rural Development Programme for England	-	-	(3)	-	-	(3)
Field to Food Learning Day	-	-	-	-	-	-
Somerset CC Business Restart and Recovery Fund	50	-	-	-	-	50
Other	1	-	(3)	-	-	(2)
Restricted total	51	-	(9)	-	-	42
Total	1,755	(579)	(1,346)	-	-	(170)

	2020 Income	Direct Costs	Support costs	Gains on Investment Properties	Transfers	Surplus/ (deficit)
	£'000	£'000	£'000	£'000	£'000	£'000
Unrestricted/Designated						
Membership and education	52	(5)	(181)	-	-	(134)
Other Showground income	186	-	(636)	258	324	132
Bath and West Shows Ltd	91	(135)	(506)	-	(17)	(567)
Bath & West Enterprises Ltd	361	(54)	(81)	-	(307)	(81)
Unrestricted total	690	(194)	(1,404)	258	-	(650)
Restricted						
South West Growth Fund	-	-	(3)	-	-	(3)
Rural Development Programme for England	-	-	(3)	-	-	(3)
Field to Food Learning Day	10	-	-	-	-	10
Somerset CC Business Restart and Recovery Fund	-	-	-	-	-	-
Other	-	-	(2)	-	-	(2)
Restricted total	10	-	(8)	-	-	2
Total	700	(194)	(1,412)	258	-	(648)

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

4. TRADING SUBSIDIARIES

Bath & West Enterprises Limited

The Company has a wholly owned trading subsidiary, Bath & West Enterprises Limited (Registered Company Number 02891950), which is incorporated in England and Wales. The registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. Bath & West Enterprises Limited carries out the non-primary charitable purpose trading activities, namely the commercial letting of the showground site, event management and the provision of catering services. A summary of its results is shown below:

	2021 £'000	2020 £'000
Turnover	572	361
Cost of Sales	(10)	(54)
Gross Profit	562	307
Administrative Expenses (excluding rents payable to parent company)	(556)	(81)
Profit on Ordinary Activities Before Rent	6	226
Rent Due to Parent Company	-	(54)
Profit on Ordinary Activities	6	172
Distribution paid to Parent Company	-	307

The aggregate of the assets, liabilities and funds were:	£'000	£'000
Assets	323	362
Liabilities	(224)	(270)
	99	92

Funds represent 2 ordinary shares of £1 each (2020: 2 ordinary shares of £1 each) and the surplus on the profit and loss account of £98,524 (2020: £92,165).

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

4. TRADING SUBSIDIARIES (CONTINUED)

Bath and West Shows Limited

The Company has a wholly owned trading subsidiary, Bath and West Shows Limited (Registered Company Number 08680261), which is incorporated in England and Wales. The registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. Bath and West Shows Limited carries out a primary purpose charitable activity of running the agricultural shows of the Society. A summary of its results is shown below:

	2021 £'000	2020 £'000
Turnover	847	91
Cost of Sales	(564)	(135)
Gross (Loss) / Profit	283	(44)
Administrative Expenses	(399)	(506)
(Loss) / Profit on Ordinary Activities	(116)	(550)
Distribution paid to Parent Company	-	17

The aggregate of the assets, liabilities and funds were:

	£'000	£'000
Assets	13	11
Liabilities	(597)	(480)
	(584)	(469)

Funds represent 3 ordinary shares of £1 each (2020: 3 ordinary shares of £1 each) and the deficit on the profit and loss account of £584,212 (2020: deficit of £468,293).

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

5. INCOME FROM DONATIONS AND LEGACIES

	Group 2021 £'000	Group 2020 £'000
Donations	4	27
Coronavirus Job Retention Scheme (CJRS)	29	148
	33	175

6. SUPPORT COSTS

	Group 2021 £'000	Group 2020 £'000
Wages and Salaries	484	678
Showground Costs (Facilities)	414	262
Showground Costs (Office)	89	87
Consultancy and Professional Costs	17	31
Finance Costs	16	6
Depreciation	310	335
Auditors remuneration	16	13
	1,346	1,412

The analysis of auditors' remuneration is as follows:

	Group 2021 £'000	Group 2020 £'000
Audit of these financial statements	4	4
Audit of financial statements of subsidiary companies	7	7
Taxation services	1	-
Accountancy services	4	2
	16	13

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

7. STAFF COSTS

	Group 2021 £'000	Group 2020 £'000
Wages and Salaries	401	579
Employer's National Insurance	37	54
Pension Costs	19	32
Redundancy Costs	27	13
	484	678

The average number of employees was:

	Group 2021	Group 2020
Charitable activities and show organisation	9	14
Site maintenance and development	4	5
	13	19

No members of staff had emoluments, excluding pension contributions, above £60,001 (2020: one, in the band £70,001 to £80,000). The contributions for the provision of retirement benefits under a money purchase pension scheme for staff within this band were £nil (2020: £7,643).

No remuneration was paid to the directors (2020: £Nil) and no expenses have been reimbursed (2020: £Nil).

The total remuneration of key management personnel was £205,727 (5 individuals). In 2020 it was £276,097 (6 individuals).

8. TAXATION STATUS

The Company is exempt from taxation due to its charitable status. The subsidiary companies are subject to corporation tax. However, profits are donated to the charity by way of tax-deductible distribution made within 9 months of the financial year end, and consequently there is no corporation tax payable.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

9. TANGIBLE FIXED ASSETS

GROUP AND COMPANY

	Freehold Land £'000	Freehold Showground Buildings & Improvements £'000	Plant, Implements, Furniture & Fixtures £'000	Motor Vehicles £'000	Total £'000
COST					
As at 1 January 2021	158	7,697	908	38	8,801
Additions	-	-	17	-	17
As at 31 December 2021	158	7,697	925	38	8,818
DEPRECIATION					
As at 1 January 2021	-	4,605	809	37	5,451
Charge for the year	-	255	55	-	310
As at 31 December 2021	-	4,860	864	37	5,761
NET BOOK VALUE					
As at 31 December 2021	158	2,837	61	1	3,057
As at 31 December 2020	158	3,092	99	1	3,350

The net book value at 31 December 2021 represents fixed assets used entirely for charitable purposes.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

10. INVESTMENT PROPERTIES

GROUP AND COMPANY

	Development Properties £'000
VALUATION	
As at 1 January and 31 December 2021	3,000

The Directors last commissioned a professional external valuation of investment properties by Cooper & Tanner on 31st December 2020. The Directors have reviewed the report and are satisfied that the valuation and its underlying assumptions remain appropriate as at 31 December 2021. There was no external valuation performed as at 31 December 2021.

11. FIXED ASSET INVESTMENTS

COMPANY

The investments held by the Company are investments in subsidiary companies at a total cost of £6 (2020: £6).

Details of undertakings

Undertaking	Holding	Proportion of voting rights and shares held 2021	2020
Subsidiary undertakings			
Bath & West Enterprises Limited	Ordinary	100%	100%
Bath and West Shows Limited	Ordinary	100%	100%
Bath and West Estates Management Company Limited	Ordinary	100%	100%
British Cheese Awards Limited (+)	Ordinary	100%	100%

(+) Shares held by a subsidiary company.

Further information in respect of Bath and West Shows Limited and Bath & West Enterprises Limited is provided in note 4.

The principal activity of both Bath and West Estates Management Company Limited and British Cheese Awards Limited is that of a dormant company.

The registered office of each subsidiary company shown above is The Showground, Shepton Mallet, Somerset, BA4 6QN. Each subsidiary is incorporated in England and Wales.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

12. STOCKS

	Group 2021 £'000	Group 2020 £'000	Company 2021 £'000	Company 2020 £'000
Consumables	17	18	17	18

13. DEBTORS

	Group 2021 £'000	Group 2020 £'000	Company 2021 £'000	Company 2020 £'000
Trade Debtors	60	36	22	25
Amounts Due from Group Undertakings	-	-	449	-
Other Debtors	6	1	6	1
Other Taxation and Social Security	-	-	10	30
Prepayments and Accrued Income	102	17	94	16
	168	54	581	72

14. CASH

	Group 2021 £'000	Group 2020 £'000	Company 2021 £'000	Company 2020 £'000
Cash at bank and in hand	48	1	1	1

Analysis of net debt

GROUP	At 1 Jan 2021 £'000	Cash flow £'000	At 31 Dec 2021 £'000
Cash at bank and in hand	1	47	48
Bank overdraft	(133)	(7)	(140)
Bank borrowings due in more than one year	-	(300)	(300)
Total	(132)	(260)	(392)

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

15. CREDITORS: Amounts falling due within one year

	Group 2021 £'000	Group 2020 £'000	Company 2021 £'000	Company 2020 £'000
Bank Overdraft	140	133	140	150
Trade Creditors	163	82	155	54
Amounts Due to Group Undertakings	-	-	169	278
Other Creditors	4	10	4	9
Other Taxation and Social Security	19	63	10	13
Accruals	38	37	27	26
Deferred Income (Note 17)	272	574	11	10
	636	899	516	540

16. CREDITORS: Amounts falling due in over one year

	Group 2021 £'000	Group 2020 £'000	Company 2021 £'000	Company 2020 £'000
Bank borrowings	300	-	300	-

Group and Company

Bank borrowings
The bank loans are denominated in sterling with a nominal interest rate of 2.7% above Base rate, the final instalment is due in October 2026.

The bank loans are secured by debenture over the Company's whole assets and undertakings.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

17. DEFERRED INCOME

	Group 2021 £'000	Group 2020 £'000	Company 2021 £'000	Company 2020 £'000
Balance Brought Forward	574	421	10	10
Trade Stand and other Advanced Bookings Received	69	189	-	-
Rent Received	42	312	10	122
Membership Received	1	25	1	25
Released to Statement of Financial Activities	(414)	(373)	(10)	(147)
Balance Carried Forward	272	574	11	10
Deferred income will be applied as follows:				
Deferred Income	272	574	11	10
Within 1 year	272	574	11	10

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

18. STATEMENT OF FUNDS

GROUP	As at 1 January 2021 £'000	Income £'000	Expenditure £'000	Transfers and Gains £'000	As at 31 December 2021 £'000
Unrestricted Funds:					
General Funds	5,689	217	(599)	216	5,523
Mendip DC grants	-	68	-	-	68
Bath and West Shows Ltd	(469)	847	(962)	-	(584)
Bath & West Enterprises Ltd	92	572	(350)	(216)	98
Designated Funds:					
Charity Committee	30	-	(5)	-	25
Young People's Funds	4	-	-	-	4
Infrastructure Upgrade	100	-	-	-	100
Total Unrestricted Funds	5,446	1,704	(1,916)	-	5,234
Restricted Funds:					
Showering Pavilion Heating System	20	-	(2)	-	18
South West Growth Fund	35	-	(3)	-	32
Rural Development Programme for England (RDPE)	4	-	(3)	-	1
Field to Food Learning Day	10	-	-	-	10
Mendip DC REC F&D Grant	4	-	-	-	4
Mendip DC First Aid Grant	5	-	(1)	-	4
Somerset CC Business Restart and Recovery Fund	-	50	-	-	50
Mental Health in Agriculture	-	1	-	-	1
Total Restricted Funds	78	51	(9)	-	120
Total Funds	5,524	1,755	(1,925)	-	5,354

The transfer from Bath & West Enterprises Limited also includes an intercompany rent payment of £216k.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

18. STATEMENT OF FUNDS (CONTINUED)

GROUP	As at 1 January 2020 £'000	Income £'000	Expenditure £'000	Transfers and Gains £'000	As at 31 December 2020 £'000
Unrestricted Funds:					
General Funds	5,659	211	(817)	636	5,689
Bath and West Shows Ltd	98	91	(641)	(17)	(469)
Bath & West Enterprises Ltd	228	361	(136)	(361)	92
Designated Funds:					
Charity Committee	7	27	(4)	-	30
Young People's Funds	4	-	-	-	4
Infrastructure Upgrade	100	-	-	-	100
Total Unrestricted Funds	6,096	690	(1,598)	258	5,446
Restricted Funds:					
Showering Pavilion Heating System	22	-	(2)	-	20
South West Growth Fund	38	-	(3)	-	35
Rural Development Programme for England (RDPE)	7	-	(3)	-	4
Field to Food Learning Day	-	10	-	-	10
Mendip DC REC F&D Grant	4	-	-	-	4
Mendip DC First Aid Grant	5	-	-	-	5
Total Restricted Funds	76	10	(8)	-	78
Total Funds	6,172	700	(1,606)	258	5,524

During 2020 the Transfers and Gains includes a gain on the revaluation of investment property of £258k (see Note 10). The remaining transfer between funds represents distribution of profits from the trading subsidiaries to the parent Company, as shown in Note 4. The transfer from Bath & West Enterprises Limited also includes an intercompany rent payment of £54k.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

18. STATEMENT OF FUNDS (CONTINUED)

Designated Funds:

Charity Committee
The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund.

Young People's Funds
This relates to the funds received from cheese sales at the Royal Bath & West Show that are designated by the Dairy Produce Committee for charitable giving during the coming year. As this event did not take place, this fund was not added to in 2021.

Infrastructure Upgrade
The Company has committed to pay its development partner £150k for the upgrade of showground infrastructure during the course of development and has therefore designated this fund within reserves. As at 31 December 2021, £100k of this commitment remains as £Nil (2020: £Nil) was paid in the year.

Restricted Funds:

Showering Pavilion Heating System
Grants were received to assist towards the costs of the sustainable energy heating system in the Showering Pavilion. The balance on this fund represents future depreciation to be written off over the life of the assets.

South West Growth Fund
In 2017 a grant of £43k was received from the South West Growth Fund towards the construction of the Rural Enterprise Centre. The balance on this fund represents future depreciation to be written off over the life of the assets.

Rural Development Programme for England (RDPE)
In 2018 a grant of £14k was received from RDPE to fund the development kitchen in the REC. This was spent in the 2018 year. The balance on this fund represents future depreciation to be written off over the life of the assets

Field to Food Learning Day
In 2020 a grant of £10k was received from the Fairfield Charitable Trust to fund the Field to Food Learning Day. The funds have been carried forward to be spent in future years.

Mendip District Council REC F&D Grant
In 2018 a grant of £4k was received from MDC to fund the development of the REC. Due to COVID19 restrictions this was not spent in 2021 but is expected to be spent in future years.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

18. STATEMENT OF FUNDS (CONTINUED)

Mendip District Council First Aid Grant
A grant of £6k was received from MDC to fund the construction of a Medical post. The balance on this fund represents future depreciation to be written off over the life of the asset.

Somerset County Council Business Restart and Recovery Fund Grant
A grant of £50k was received from SCC to fund the recruitment and employment and staff required to build up the operating team post Covid-19. This grant was received late in 2021 and will be spent in the future year.

Mental Health in Agriculture
A donation of £1k was received in the year and will be spent in future years.

COMPANY
For the purpose of section 408 of the Companies Act 2006, the net movement of funds for the Company is a surplus of £61k (2020: surplus of £55k). Total funds brought forward were £5,901k (2020: £5,846k). Total funds carried forward were £5,840k (2020: £5,901k).

19. ANALYSIS OF GROUP NET ASSETS BETWEEN FUNDS

	General Funds £'000	Designated Funds £'000	Restricted Funds £'000	Total £'000
Fund balances at 31 December 2021:				
Tangible Fixed Assets	3,002	-	55	3,057
Investment Properties	3,000	-	-	3,000
Other Assets/(Liabilities)	(897)	129	65	(703)
	5,105	129	120	5,354

There are sufficient resources available, held in an appropriate form, to enable restricted and designated funds to be applied in accordance with restrictions imposed.

	General Funds £'000	Designated Funds £'000	Restricted Funds £'000	Total £'000
Fund balances at 31 December 2020:				
Tangible Fixed Assets	3,282	-	68	3,350
Investment Properties	3,000	-	-	3,000
Other Assets/(Liabilities)	(970)	134	10	(826)
	5,312	134	78	5,524

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

20. FINANCIAL COMMITMENTS

Financial
As at 31 December 2021 the Group had £100k authorised and contracted financial commitments (2020: £100k).

£100k (2020: £100k) relates to a contribution to the Company's development partner to upgrade the showground infrastructure for future development, the exact timing of which cannot be determined.

Obligations under Non-cancellable Leases: as a lessee:-
As at 31 December 2021 the Group had total commitments under non-cancellable operating leases, for the following minimum lease payments:

	2021 £'000	2020 £'000
Expiry Date:		
Within 1 year	15	23
2 to 5 years	4	19
	19	42

The amount of non-cancellable operating lease payments recognised as an expense during the year was £14k (2020: £23k).

Obligations under Non-cancellable Leases: as a lessor:-
As at 31 December 2021 the Group had contracted with tenants under non-cancellable operating leases, for the following minimum lease payments:

	2021 £'000	2020 £'000
Expiry Date:		
Within 1 year	145	158
2 to 5 years	130	260
	275	418

The operating leases represent rental of properties to third parties.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021 (CONTINUED)

21. FINANCIAL INSTRUMENTS

The carrying amount of the Group's financial instruments at 31 December were:

GROUP	2021 £'000	2020 £'000
Financial assets:		
- Financial assets measured at fair value through the statement of financial activities	3,000	3,000

22. RELATED PARTY TRANSACTIONS

In accordance with FRS 102, the company is exempt from the requirement to disclose transactions with wholly owned group companies. There were no other related party transactions in the year (2020: None).

Transactions with the directors are disclosed in Note 7.

THE ROYAL BATH AND WEST OF ENGLAND SOCIETY

England & Wales - Charity number 1039397

Accounts

COMPANY NUMBER 02931640
CHARITY NUMBER 1039397

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)

REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2020

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

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THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2020

The directors of the charitable company ("the Society") are its trustees for the purposes of charitable law and throughout this report are collectively referred to as the directors.

The directors submit their report and audited financial statements for the year ended 31 December 2020. The directors' report also represents the trustees' report required by Part 8 of the Charities Act 2011.

OBJECTIVES AND ACTIVITIES

OBJECTIVES

The charitable objectives of the Society are the encouragement of agriculture, manufacture, commerce and rural crafts.

ACTIVITIES

The Society continues to have three main workstreams, each contributing to the charitable objectives:

1. The Royal Bath & West of England Society – responsible for the delivery of the charitable activities of the Society and regeneration and development of the Showground.
2. Bath and West Shows Limited – responsible for organising the Agricultural Shows.
3. Bath & West Enterprises Limited – responsible for the commercial activity on the Showground.

The business model remains quite simple; the net trading surpluses from our Shows and other Showground activity maintain the Society's estate and invests in projects that deliver the charitable objectives – the encouragement of Agriculture, Manufacture, Commerce and Rural Crafts through education and knowledge transfer. The capital realised by releasing land for commercial development provides investment to improve the infrastructure and building stock on the Showground and to support other initiatives that further the Society's objectives.

The Society's business plan 2017-2020 entitled "At the Hub of Rural Enterprise & Innovation" aspires to position the Society as a hub of rural enterprise across Somerset and the West of England with 5 core objectives:

1. Accentuate the delivery of our Charitable objectives.
2. Improve our financial performance.
3. Deliver nationally respected and financially strong Agricultural Shows.
4. Increase revenues from the Showground.
5. Release capital by driving forward development activity.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

ACTIVITIES (CONTINUED)

At the start of 2020 a Trustee and Senior Managers' Strategy Day took place to start to map out what the next 4 years for the Society might look like. However, by March 2020 these aspirations were put on hold due to the outbreak of the COVID19 pandemic and lie in abeyance until such time as it is clear what the future holds for large-scale public events, either hosting its own events or facilitating others to organise events on the showground.

Our mission remains:
As a rural Charity and through the work within the new Rural Enterprise Centre we will be recognised as a key influencer and educator in a range of farming, food and rural issues and be regarded as being at the hub of rural enterprise in Somerset and the West of England.

Our core values are important to us:

- Honesty & Integrity;
- Loyalty & Respect;
- Excellence & Pride; and
- Creativity & Innovation

PUBLIC BENEFIT

In setting the objectives and planning the activities the Directors have considered the Charity Commission's general guidance on public benefit. The Directors consider how planned activities will contribute to the aims and objectives they have set.

Accentuate the delivery of our charitable objectives

The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund. In light of the forecast loss for 2020 and ongoing COVID19 restrictions, in 2020 an appeal was launched which raised £27k, which has been added to the Charity Committee Fund and disclosed in note 17.

The Committee's objectives are:

- To encourage and facilitate research, education, knowledge transfer, innovation and related activities for the benefit of agriculture, the countryside and the rural economy of the West of England;
- To build an understanding of farming, food and the rural economy among the wider public

The following priorities have been achieved under these themes:

1. Education of Young People (under 25 yrs old)
2. Industry Knowledge Transfer and Innovation predominantly through the Rural Enterprise Centre
3. Awards and Scholarships
4. Library & Archives Committee continue to act as custodians of the Society's archives

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

ACHIEVEMENTS, PERFORMANCE AND FUTURE PLANS

Improve our financial performance

Unfortunately, due to the incomparable negative impacts of COVID19, the financial position of the Society has been hit badly.

The Society was not able to host either of its flagship events, The Royal Bath & West Show or The Dairy Show. This resulted in sunk costs of £91k & £22k respectively. However, some of our traders and sponsors agreed to roll-over their funds to 2021, which was beneficial to cash flow.

The Showground was equally hit hard by cancellations of events from March 2020 until year-end except for three events that were able to run in late August, September and December when COVID19 restrictions had been temporarily relaxed.

Lettings to permanent tenants have provided a regular source of income, with the Rural Enterprise Centre being fully let at year end. Across the site, the Society has a wide range of other tenants whose activities include: charity, food & drink, warehousing, catering, events, music & education.

Management of overheads during the pandemic has been one of the key focuses for the year, with the following actions being taken:

- Furloughing of staff – £148k of furlough claims made in 2020
- Reduction of staff numbers from 22 to 13 – with annual gross salary savings of £241k
- Business rates holiday for 9 months – saving £24k in 2020
- Reducing other overheads – saving over £200k in 2020 compared to 2019

Against this backdrop, the Society and its subsidiaries achieved a consolidated turnover of £700k (£2019 - £3.1m), expenditure of £1.6m (2019 - £.3m) and a loss prior to investment property revaluation of £906k (2019 - £152k loss).

Even in financially challenging times, the reputation of the Society continues to be strong, driven not least through our relationship with a number of external stakeholders and delivery partners such as "Innovation For Agriculture" (IfA), Somerset Mental Health in Agriculture Group (SMHAG), Linking Environment and Farming (LEAF) and the Academy of Cheese.

The Society continues to influence the Show community through the Association of Show and Agricultural Organisations (ASAO). We remain members of the Royal Agricultural Society of the Commonwealth (RASC) and the European Federation of Agricultural Exhibition and Show Organisers (EURASCO) making sure we influence internationally through these Commonwealth and European bodies. Locally we support the business community by remaining active founding members of the Somerset Chamber of Commerce.

Deliver nationally respected and financially strong Agricultural Shows

The Royal Bath & West Show and **The Dairy Show** were not able to run in 2020. This is only the second time since 1852 (with the exception of the War Years) that the Royal Bath & West Show has not taken place and the first time in the 40-year life of The Dairy Show that this event has been cancelled.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

ACHIEVEMENTS, PERFORMANCE AND FUTURE PLANS (CONTINUED)

Increase revenues from the Showground

Commercial activity on the Showground should provide an important income stream to support the charitable objectives of the parent company. However, COVID19 restrictions led to the cancellation of the programme from March 2020 until the year end, with the exception of a handful of events that were run during the temporary relaxation of COVID19 regulations.

Income from commercial lettings was £227k (2019 - £662k), whilst combined income from catering, room hire & refreshments was £93k (2019 - £191k).

Due to the lack of events on the Showground, income from the Wessex Pavilion in 2020 was limited. However, the tenant continued to pay a proportion of the rent due, with the Society granting a rent holiday for the last three months of the year.

The four-year maintenance and refurbishment plan has seen further contraction in 2020 due to COVID19, but we were able to invest £58k in the spring of 2020 on the Theatre to bring it up to date and become another viable commercial letting space when COVID19 restrictions are lifted.

Release capital by driving forward development activity

The economic uncertainty caused by the COVID19 pandemic negatively impacted potential development activity. Whilst initial discussions were held with an interested party in 2020, these plans were then put on hold. However, in early 2021 another party has expressed an interest in investing in the site and is in discussions with the development partner Red Kite Securities Limited. There is no certainty that this approach will lead to a transaction.

2021 Trading Conditions

Looking ahead, 2021 will continue to be financially challenging and will be impacted by the timing of the relaxation of COVID19 restrictions. We are currently anticipating some low levels of activity on site from April-June 2021, with increasing levels of activity from July 2021 onwards. Whilst we anticipate a further loss during 2021, we have a £1.1m loan facility available if required. Should restrictions continue into 2022 then, if necessary, we would approach lenders for an increase in loan facilities given the significant assets held by the Society to act as security.

2020 was to have seen the development of a new business plan, but COVID19 meant that cash management had to take priority over medium term planning. However, Directors are aware that as the country comes out of the pandemic, they will need to revisit their aspirations and agree a strategy for the future. During this work the Directors will be mindful of the Charity Commission's Governance Code and the priorities described within it being: Organisational purpose; Leadership; Integrity; Decision-making and risk control; Board Effectiveness; Diversity and Openness and accountability.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

FINANCIAL REVIEW

The impact of COVID19 has had a fundamental impact on the performance of the business in 2020. Total income was only £700k (2019: £3.1m) and total expenditure was £1.6m (2019 - £3.3m). This led to a loss before investment property revaluation of £906k (2019 – loss of £152k).

Given that the last external valuation of the showground had been undertaken in 2014, the Directors commissioned a professional external valuation of investment properties by Cooper & Tanner in order to determine whether there had been any impairment to their carrying values. The Directors reviewed the report and decided to adopt a more cautious valuation, which resulted in an uplift in value of £258k, to a total of £3m (2019 - £2.742m).

Support costs reduced by £254k, largely due to control of overhead spend in the context of a deficit budget and COVID19 restrictions.

The consolidated cash balance decreased by £370k to an overdraft of £132k (2019: £238k). This was primarily due to cash spent on operating activities of £284k (2019: £303k cash generated) and capital expenditure of £87k (2019: £538k).

Consolidated unrestricted funds decreased to £5,446k (2019: £6,096k) and consolidated restricted funds increased to £78k (2019: £78k) as disclosed in note 17 to the accounts.

There are net current liabilities of £826k (2019: £168k). This includes £262k of trade stand funds held on account following the cancellation of the Bath & West Show and Dairy Show in 2020 and carried forward to the Country Festival in August 2021 and Dairy Show in 2021. It also includes £74k of sponsorship & £28k of advance ticket income carried forward to 2021. If required, there is a £1.1m loan facility with Handelsbanken which has yet to be drawn down.

RISK

The formation in 2015 of an Audit Committee that is independently chaired has created an additional risk management tool for the Society to provide appropriate checks to manage a range of risks that could affect the charity.

The principal risks to the Society had previously been the underperformance of its trading subsidiaries as well as adverse weather and animal disease that might cause the closure of all or some of our Shows. However, no one could have envisaged the impact of COVID19 on the business. COVID19 will continue to be the Society's biggest risk during 2021 as restrictions on activities and capacity, as well as public and exhibitor appetite to attend events, may impact on the financial viability of both our own shows and third-party events.

In order to mitigate financial risk, a full review of fixed costs has been undertaken, including a staffing review. Three posts that were about to become vacant were not filled and sadly a further six members of staff were made redundant during the year. We are very grateful for their service during their time with the Society. Most remaining staff were placed on furlough from the beginning of April 2020 and all have been on flexible furlough since July 2020.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

RISK (CONTINUED)

In addition, efforts have been made to diversify income streams to mitigate risk, particularly through ensuring as much of the Showground buildings as possible are let. Early in 2021 the Showground opened as a coronavirus vaccination centre for the NHS. As well as being proud to be able to support the NHS and the local community, this has also led to increased revenues for the Society, albeit at a much-reduced rate to those charged to commercial entities.

Due to the impact of the pandemic, additional funding was secured from Handelsbanken in 2020, comprising an increase in the overdraft to £250k as well as a £1.1m loan facility. As at the 2020 year-end, it had not been necessary to draw down on the loan and so this facility remains available for use in 2021 if required.

Although trading is expected to be suppressed in 2021 due to the continued impact of COVID19, given the availability of funding from Handelsbanken the Board believe it is appropriate to continue to adopt the going concern basis for the preparation of the accounts.

RESERVES POLICY

The normal reserves policy is to cover the risk of inclement weather and any unplanned repairs and maintenance. The level of reserves should be sufficient to cover at least 3 months of overhead costs of the Society and target liquid reserves are £500k.

During 2020 reserves were heavily impacted by the COVID19 pandemic. This meant that the reserves of the Society freely available to be spent in furtherance of its charitable objectives decreased to a deficit of £970k (2019: deficit of £279k) as disclosed in note 18 to the accounts. This amount is currently below our target as we build funds to help recover from the impact of COVID19 as well as deliver capital projects to improve our facilities in order to generate sustainable surpluses to protect the delivery of our charitable objectives.

DESIGNATED FUNDS

The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and meets as necessary during the year to oversee the allocation of monies. The Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund. In light of the forecast loss in 2020 and ongoing COVID19 restrictions, in 2020 an appeal was launched which raised £27k, which has been added to the Charity Committee Fund and disclosed in note 17.

The Young People's Fund raises money from cheese sales at the Royal Bath & West Show for charitable giving and is administered by the Dairy Produce Committee but, as this event did not take place, this fund was not added to in 2020.

The Infrastructure Upgrade Fund represents a commitment to pay the Society's development partner £150k for the upgrade of showground infrastructure during the course of development of which £50k was paid in 2016, and the remainder is due within the term of the development agreement.

The funds are disclosed in note 17 to the accounts.

TANGIBLE FIXED ASSETS AND INVESTMENT PROPERTY

Investment property consists of land in the development zones of the Showground site. The land is stated at fair value. Any gains or losses arising from valuations or disposals are recognised in the statement of financial activities in the year in which they occur.

Given that the last external valuation of the showground had been undertaken in 2014, the Directors commissioned a professional external valuation of investment properties by Cooper & Tanner in order to determine whether there had been any impairment to their carrying values. The Directors reviewed the report and decided to adopt a more cautious valuation, which resulted in an uplift in value of £258k, to a total of £3m (2019 - £2.742m).

Information relating to the changes in tangible fixed assets and investment property is given in Note 9 and Note 10 to the financial statements. Capital commitments as at 31 December 2020 are disclosed in Note 19.

STRUCTURE, GOVERNANCE AND MANAGEMENT

The Society is a charitable company Limited by Guarantee without share capital, the guarantors being the council members to the extent of £1 each. There were 149 (2019: 144) council members at the balance sheet date.

The governing documents of the Society are the Memorandum and Articles of Association dated 23 May 1994 with subsequent amendments agreed on 18 November 1999, 19 February 2004, 16 February 2006 and 16 September 2010. These documents are supported by the Byelaws of the Society which govern the operation of the Society in more detail.

The business of the Society is managed by the directors who may exercise all the powers of the Society. The directors are appointed by the Society at the annual general meeting or by the directors although, if appointed by the directors, the director can only hold office until the next annual general meeting. The directors usually meet four times a year. At every annual general meeting directors retiring by rotation may be re-elected.

There is a regular review of the structure of the directors of the Society. This involves a skills review as well as a review of each director's responsibilities across the Society. When a requirement is identified, a review is made to recruit directors from within the council and volunteer structure of the Society. However, for certain more specialist skills advice is sought externally.

The Society has formal procedures for the induction and training of directors and members. All new members and directors receive a training and information briefing prior to their first council or board meeting. Directors' training takes place as appropriate in addition to an annual away day for the board when they review many aspects of the Society.

The annual general meeting comprises full council members and vice presidents. The membership has three representatives on the council of the Society and has an annual members' meeting. The members' representatives are governed by the Byelaws.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

STRUCTURE, GOVERNANCE AND MANAGEMENT (CONTINUED)

Nominations for council membership have to be approved by the directors. Council members are admitted at any general meeting. General meetings are held three times a year. The Society must hold one general meeting as an annual general meeting in each calendar year. General meetings other than the annual meeting are called extraordinary general meetings.

The day to day running of the Society is usually delegated to the Chief Executive and in turn the Senior Managers. The Chief Executive reports to the Directors who approve his or her, and senior management remuneration and any annual changes. Annual appraisals are carried out for all staff with any relevant financial and non-financial targets set. Following the resignation of Rupert Cox as Chief Executive in January 2021, the day to day running of the Society has been delegated to the Senior Managers, who are each overseen by a Trustee mentor with whom they have regular contact.

An independently chaired Audit Committee provides appropriate checks to manage a range of risks that could affect the charity.

The Society relies upon a large number of volunteer members who meet regularly to discuss and deliver its charitable activities. Volunteers are supervised by the Chief Stewards

RELATED PARTIES

The Society owns 100% of the share capital of Bath & West Enterprises Limited. The principal activities of which is the commercial letting of the showground site, event management and the provision of catering services.

The following directors of The Royal Bath & West of England Society were also directors of Bath & West Enterprises Limited during the year:

R W Ash – resigned 1st July 2020
R N F Drewett DL
M J Felton
Dr L S Moir
M Thatcher
Mrs A B Yeoman OBE DL

The Society owns 100% of the share capital of Bath and West Shows Limited. The company organises the charitable shows of The Royal Bath & West of England Society and in particular carries out only such activities as are in furtherance of the charitable objectives.

The following directors of The Royal Bath & West of England Society were also directors of Bath and West Shows Limited during the year:

J Alvis OBE
R W Ash – resigned 1st July 2020
R N F Drewett DL
A Gibson OBE

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

REFERENCE AND ADMINISTRATIVE DETAILS

Charity Name	The Royal Bath & West of England Society
Charity Number:	1039397
Company Number:	02931640
Directors:	R N F Drewett DL – Chairman J Alvis OBE – Vice Chairman Dr L S Moir – Honorary Treasurer R W Ash – resigned 1st July 2020 R T Calver – resigned 1st July 2020 M J Felton A Gibson OBE Mrs C R Look M Thatcher R W Uloth Sir David Wills Bt Mrs A B Yeoman OBE DL
Chief Executive:	G R Cox – resigned 31st January 2021
Registered Office:	The Showground Shepton Mallet Somerset BA4 6QN
Auditor:	PKF Francis Clark Chartered Accountants and Statutory Auditor Blackbrook Gate 1 Blackbrook Business Park Taunton Somerset TA1 2PX
Bankers:	Handelsbanken Bishopbrook House Cathedral Avenue Wells BA5 1FD

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
ANNUAL REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors (who are also the trustees of the charitable company for the purposes of charity law) are responsible for preparing the Annual Report of the Directors and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Society and the Group and of the incoming resources and application of resources, including the income and expenditure, of the Group for that year.

In preparing these financial statements the directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Society will continue in business.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Society 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 Society and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the directors are aware:

- there is no relevant audit information of which the Society's auditors are unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Society's website.

Approved by the directors on 01 APRIL 2021 and signed on their behalf by:

R N F Drewett DL
Chairman

Dr L S Moir
Honorary Treasurer

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2020

Opinion

We have audited the financial statements of The Royal Bath & West of England Society (the 'Charitable Parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2020, which comprise the Consolidated Statement of Financial Activities, the Group and Company Balance Sheets, the Consolidated Cash Flow Statement, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group and Charitable Parent Company's affairs as at 31 December 2020 and of the Group's incoming resources and application of resources, including income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We draw attention to note 2 in the financial statements, which indicates that, due to the on-going impact of the coronavirus pandemic and the resultant Lockdown measures introduced in the UK during 2020 and 2021, the ability of the Group to host events at its Showground has been limited. As stated in note 2, these events or conditions, along with the other matters as set forth in note 2, indicate that a material uncertainty exists that may cast significant doubt on the Group and parent company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the Group and the Charitable Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

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

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

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 10, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

In preparing the financial statements, the directors are responsible for assessing the Charitable Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

As part of our audit planning we obtained an understanding of the legal and regulatory framework that is applicable to the Group. We gained an understanding of the industry in which the Group operates as part of this assessment to identify the key laws and regulations affecting the Group. As part of this, we reviewed the Group's website for indication of any regulations and certification in place and discussed these with the relevant individuals responsible for compliance. The key regulations we identified were health and safety regulations and breaches of The General Data Protection Regulation ("GDPR"). We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006 and the Charities: Statement of Recommended Practice (SORP).

We discussed with management how the compliance with these laws and regulations in monitored and discussed policies and procedures in place. As part of our planning procedures, we assessed the risk of any non-compliance with laws and regulations on the Group's ability to continue operating and the risk of material misstatement to the accounts. We also evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements. Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved the following:

- Enquiries of management regarding their knowledge of any non-compliance with laws and regulations that could affect the financial statements.
- Review of the group's GDPR policy and enquiries to the Data Protection Officer as to the occurrence and outcome of any reportable breaches.
- Reviewed legal and professional costs to identify any possible non-compliance or legal costs in respect of non-compliance.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROYAL BATH & WEST OF ENGLAND SOCIETY (COMPANY LIMITED BY GUARANTEE) FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

We assessed the susceptibility of the financial statements to material misstatement through management override or fraud, including in relation to cash income and expenditure, and obtained an understanding of the controls in place to mitigate the risk of fraud. We also discussed with management whether there had been any instances of known or alleged fraud, of which there were none. Based upon our understanding we designed and conducted audit procedures including:

- Audited the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business.
- Reviewed estimates and judgements made in the accounts for any indication of bias and challenged assumptions used by management in making the estimates.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements. This risk increases the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements as we are less likely to become aware of instances of non-compliance. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report

Use of our report

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

PWF Francis Clark

.....

Nicholas Farrant BA MSc FCA (Senior Statutory Auditor)
PKF FRANCIS CLARK
Chartered Accountants and Statutory Auditor
Blackbrook Gate 1,
Blackbrook Business Park
Taunton
Somerset
TA1 2PX

Date: 29th April 2021

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED STATEMENT OF FINANCIAL ACTIVITIES INCLUDING INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2020

	Note	Unrestricted Funds 2020 £'000	Restricted Funds 2020 £'000	Total Funds 2020 £'000	Unrestricted Funds 2019 £'000	Restricted Funds 2019 £'000	Total Funds 2019 £'000
INCOME							
Donations and legacies	5	175	-	**175**	2	-	**2**
Charitable activities		-	10	**10**	5	6	**11**
Other trading activities	4	363	-	**363**	2,942	-	**2,942**
Investments		1	-	**1**	1	-	**1**
Other		151	-	**151**	191	-	**191**
TOTAL INCOME	3,17	690	10	**700**	3,141	6	**3,147**
EXPENDITURE							
Expenditure on raising funds		777	-	**777**	2,575	-	**2,575**
Expenditure on charitable activities		821	8	**829**	715	9	**724**
TOTAL EXPENDITURE	3,17	1,598	8	**1,606**	3,290	9	**3,299**
NET (EXPENDITURE) / INCOME BEFORE GAINS ON INVESTMENT PROPERTIES		(908)	2	**(906)**	(149)	(3)	**(152)**
GAINS ON INVESTMENT PROPERTIES		258	-	**258**	-	-	**-**
NET (EXPENDITURE) / INCOME FOR THE YEAR AND MOVEMENT IN FUNDS		(650)	2	**(648)**	(149)	(3)	**(152)**
RECONCILIATION OF FUNDS:							
FUNDS BROUGHT FORWARD		6,096	76	**6,172**	6,245	79	**6,324**
FUNDS CARRIED FORWARD		5,446	78	**5,524**	6,096	76	**6,172**

The notes on pages 19 to 38 form an integral part of these financial statements.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED AND COMPANY BALANCE SHEETS
AS AT 31 DECEMBER 2020

	Note	Group 2020 £'000	Group 2019 £'000	Company 2020 £'000	Company 2019 £'000
FIXED ASSETS					
Tangible Assets	9	3,350	3,598	3,350	3,598
Investment Properties	10	3,000	2,742	3,000	2,742
Investments	11	-	-	-	-
		6,350	6,340	6,350	6,340
CURRENT ASSETS					
Stock	12	18	21	18	21
Debtors	13	54	198	72	86
Cash at Bank and in Hand	14	1	238	1	51
		73	457	91	158
LIABILITIES: Creditors Falling Due Within One Year	15	(899)	(625)	(540)	(652)
NET CURRENT (LIABILITIES)/ASSETS		(826)	(168)	(449)	(494)
NET ASSETS		5,524	6,172	5,901	5,846

(continued on page 17)

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED AND COMPANY BALANCE SHEETS
AS AT 31 DECEMBER 2020 (CONTINUED)

	Note	Group 2020 £'000	Group 2019 £'000	Company 2020 £'000	Company 2019 £'000
FUNDS					
Unrestricted Funds					
General Funds	17	5,365	5,659	5,689	5,659
Non-Charitable Trading Funds	17	(53)	326	-	-
Designated Funds	17	134	111	134	111
		5,446	6,096	5,823	5,770
Restricted Funds	17	78	76	78	76
TOTAL FUNDS		5,524	6,172	5,901	5,846

The financial statements were approved by the directors on 01 APRIL 2021 and signed on their behalf by:

.....
R N F Drewett DL
Chairman

.....
Dr L S Moir
Honorary Treasurer

Company Registration Number: 02931640

The notes on pages 19 to 38 form an integral part of these financial statements.

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2020

	Note	2020 £'000	2019 £'000
Cash flows from operating activities			
Net cash provided by operating activities	(a)	**(284)**	**303**
Cash outflows from investing activities:			
Interest received		1	1
Payments to acquire tangible fixed assets		(87)	(538)
Cash used in investing activities		(86)	(537)
Decrease in cash and cash equivalents		(370)	(234)
Cash and cash equivalents at 1 January		238	472
Cash and cash equivalents at 31 December		**(132)**	**238**

(a) Reconciliation of net income to net cash provided by operating activities

	2020 £'000	2019 £'000
Net expenditure for the year	(648)	(152)
Interest receivable	(1)	(1)
Depreciation charge	335	340
Gain on revaluation of investment properties	(258)	-
Decrease in stock	3	1
Decrease in debtors	144	106
Increase in creditors	141	9
Cash flows from operating activities	**(284)**	**303**

THE ROYAL BATH & WEST OF ENGLAND SOCIETY
(COMPANY LIMITED BY GUARANTEE)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

1. COMPANY STATUS

The Company is a registered charity and a Company Limited by Guarantee incorporated in England and Wales, without share capital. The address of the registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. The guarantors are the council members to the extent of £1 each. There were 149 (2019: 144) members at the balance sheet date.

2. ACCOUNTING POLICIES

The principal accounting policies adopted, judgements and key sources of estimation uncertainty in the preparation of the financial statements are as follows:

The financial statements have been prepared in accordance with Accounting and reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006.

The Royal Bath & West of England Society meets the definition of a public benefit entity under FRS 102. Assets and liabilities are initially recognised at historical cost or transaction value unless otherwise stated in the relevant accounting policy note(s).

All amounts stated in these financial statements are expressed in round thousands, unless specifically denoted as being displayed to another basis.

The accounts are presented in sterling which is also the functional currency of the Group.

Group financial statements

The financial statements consolidate the results of the charity and its wholly owned subsidiaries, Bath & West Enterprises Limited, Bath and West Shows Limited, Bath and West Estates Management Company Limited, and British Cheese Awards Limited on a line-by-line basis.

A separate Statement of Financial Activities and Income and Expenditure Account for the Company has not been presented because the Company has taken advantage of the exemption afforded by section 408 of the Companies Act 2006.

The Charity meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its individual financial statements. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel. Equivalent information is presented in relation to these group accounts.

2. ACCOUNTING POLICIES (CONTINUED)

Going concern

In the light of the ongoing COVID19 pandemic, combined with consolidated net current liabilities of £826k (2019: net current liabilities of £168k) as at 31 December 2020, the directors have given consideration to the impact of the coronavirus on the operations and financial position of the Group.

Measures already undertaken since the first lockdown in March 2020 include a full review of fixed costs, including a staffing review which has meant that staffing levels reduced from 22 to 13 posts in 2020. Early in 2021 the Showground opened as a coronavirus vaccination centre for the NHS. As well as being able to support the NHS and the local community, this has also led to increased revenues for the Society, albeit at a much-reduced rate to those charged to commercial entities.

Due to the impact of the pandemic, additional funding was secured from Handelsbanken in 2020, comprising an increase in the overdraft to £250k as well as a £1.1m loan facility. As at the 2020 year-end, it had not been necessary to draw down on the loan and so this facility remains available for use in 2021 if required.

A detailed cash flow forecast has been prepared for the period to June 2022, which is more than 12 months from the date of approval of the accounts. This assumes that there will be some low levels of activity on site from April – June 2021, with levels increasing from July 2021. The forecast reflects the current bookings and may be subject to cancellation / postponement should there be a delay in the lifting of COVID restrictions.

The forecast also assumes that we will be able to hold the Country Festival in August 2021, the Dairy Show in October 2021 and the Bath & West Show in June 2022.

Whilst the forecast does anticipate the need to draw down part of the £1.1m available loan facility, there should be sufficient headroom in order to deal with the impact of further COVID restrictions if the government road map is extended. Should restrictions continue into 2022 then, if necessary, we would approach lenders for an increase in loan facilities given the significant assets held by Society to act as security.

Based on the above, whilst recognising that there can be no certainty, the directors are satisfied that the group and company will continue to operate with sufficient cash headroom and, therefore, it is appropriate to continue to adopt the going concern basis in the preparation of the accounts.

Critical accounting judgements and key sources of estimation uncertainty

In the application of the Group's accounting policies, which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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2. ACCOUNTING POLICIES (CONTINUED)

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The key judgement that has a significant impact on the financial statements is in respect of going concern, as described above, particularly in the light of ongoing COVID19 restrictions.

The key sources of estimation uncertainty that have a significant effect on the amounts recognised in the financial statements are described below.

The directors have considered the proportion of the freehold land which is considered to be held for development, and consequently disclosed as development properties, and have allocated this to investment properties according to the proportion of land which is intended to be sold.

Investment properties are stated at fair value. The directors' estimate of fair value is based upon valuations provided by external, independent valuers, each of whom have an appropriate recognised professional qualification and relevant experience. The carrying value of investment properties at the balance sheet date is £3.0m (2019: £2.7m) as shown in note 10. Given the trading conditions relating to COVID further key judgements are the valuations of investment properties & freehold land and the potential need for any impairment. As explained above, the Directors commissioned an external professional valuation to support their valuation which shows no requirement for an impairment.

Key management personnel are considered to be the directors and senior management team. Key management personnel comprised 6 individuals in 2020: Chief Executive, Chief Financial Officer (from Jan 2020 – primarily covered by consultant in 2019), Commercial Enterprise Manager, Head of Estates (from Jan 2020 following internal promotion), Head of Marketing (from Jan 2020 – Nov 2020) & Head of Shows. As trustees, the directors are not remunerated.

Incoming Resources

Income is recognised when the Group has entitlement to the funds, any performance conditions attached to the item(s) of income have been met, it is probable that the income will be received and the amount can be measured reliably.

Income from government and other grants, whether 'capital' grants or 'revenue' grants, is recognised when the Group has entitlement to the funds, any performance conditions attached to the grants have been met, it is probable that the income will be received and the amount can be measured reliably and is not deferred.

Revenue from lettings is recognised on provision of the letting or service to the customer in the period to which it relates.

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2. ACCOUNTING POLICIES (CONTINUED)

Revenue from shows is recognised during the period in which the relevant show takes place.

Resources Expended

Resources expended are accounted for in the period in which they are incurred.

Certain expenditure is directly attributable to specific activities and has been included in those cost categories. Certain other costs, which are attributable to more than one activity, are apportioned across cost categories on the basis of an estimate of the proportion of time spent by staff on those activities.

Support costs are those costs incurred in support of expenditure on the charitable activities of the Group.

Grants are payments the Company makes voluntarily to other institutions or individuals in order to further its objectives. They are charged to the Statement of Financial Activities in the period in which they are payable.

Tangible Fixed Assets and Depreciation

Tangible fixed assets costing more than £1,000 are capitalised and included at cost (including any incidental expenses of acquisition).

Depreciation, calculated on the straight-line method, is provided to write off the cost less estimated residual value of the fixed assets over the course of their useful lives, except for freehold land which is not depreciated. The rates during the period were as follows:-

Showground Buildings and Improvements	2% - 10%
Plant, Implements, Furniture and Fixtures	20% - 25%
Motor Vehicles	25%

Investment Properties

Properties intended for development and sale are included as investment properties. Investment properties are stated at fair value. Any gains or losses arising from valuations or disposals are recognised in the statement of financial activities in the year in which they occur.

Stocks

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

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2. ACCOUNTING POLICIES (CONTINUED)

Cash at Bank and in Hand

Cash at bank and in hand includes cash and short term highly liquid investments with a short maturity of three months or less from the date of acquisition or opening the deposit or similar account.

Pension Costs

The Group contributes to a defined contribution pension scheme, the assets of which are held separately from those of the Group. The scheme is independently administered. Contributions are charged to the statement of financial activities as they fall due in accordance with the scheme rules.

Operating Leases

Rentals paid under operating leases are charged to the statement of financial activities on a straight-line basis over the term of the lease.

Fund Accounting

General funds are unrestricted funds which are available for use at the discretion of the directors in furtherance of the Group's objectives and which have not been designated for particular purposes.

The non-charitable trading funds are the funds of the subsidiary companies, Bath & West Enterprises Limited and Bath & West Shows Limited.

Designated funds comprise unrestricted funds that have been set aside by the directors for particular purposes. The aim and use of each designated fund is set out in the notes.

Restricted funds are funds which are to be spent in accordance with specific restrictions imposed by donors. The aim and use of each restricted fund is set out in the notes.

Financial Instruments

The Group only has financial assets and financial liabilities that qualify as basic financial instruments, being trade and other debtors and creditors, and cash and bank balances.

Basic financial instruments are initially recognised at transaction value and are subsequently measured at their settlement value. Any losses arising from impairment ('doubtful debts') are recognised in the statement of financial activities.

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3. ANALYSIS OF ACTIVITIES

	2020						2019			
	Income	Direct Costs	Support costs	Gains on Investment Properties	Transfers	Surplus/ (deficit)	Income	Direct Costs	Support costs	Surplus/ (deficit)
	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000	£'000
Unrestricted/Designated										
Membership and education	52	(5)	(181)	-	-	(134)	54	(30)	(184)	(160)
Other Showground income	186	-	(636)	258	324	132	144	-	(501)	(357)
Bath and West Shows Ltd	91	(135)	(506)	-	(17)	(567)	1,920	(1,312)	(591)	17
Bath & West Enterprises Ltd	361	(54)	(81)	-	(307)	(81)	1,023	(290)	(382)	351
Unrestricted total	690	(194)	(1,404)	258	-	(650)	3,141	(1,632)	(1,658)	(149)
Restricted										
South West Growth Fund	-	-	(3)	-	-	(3)	-	-	(3)	(3)
Rural Development Programme for England	-	-	(3)	-	-	(3)	-	-	(3)	(3)
Field to Food Learning Day	10	-	-	-	-	10				
Other	-	-	(2)	-	-	(2)	6	-	(3)	3
Restricted total	10	-	(8)	-	-	2	6	(9)	-	(3)
Total	700	(194)	(1,412)	258	-	(648)	3,147	(1,632)	(1,667)	(152)

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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4. TRADING SUBSIDIARIES

Bath & West Enterprises Limited

The Company has a wholly owned trading subsidiary, Bath & West Enterprises Limited (Registered Company Number 02891950), which is incorporated in England and Wales. The registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. Bath & West Enterprises Limited carries out the non-primary charitable purpose trading activities, namely the commercial letting of the showground site, event management and the provision of catering services. A summary of its results is shown below:

	2020 £'000	2019 £'000
Turnover	361	1,023
Cost of Sales	(54)	(290)
Gross Profit	307	733
Administrative Expenses (excluding rents payable to parent company)	(81)	(381)
Profit on Ordinary Activities Before Rent	226	352
Rent Due to Parent Company	(54)	(216)
Profit on Ordinary Activities	172	136
Distribution paid to Parent Company	307	-

The aggregate of the assets, liabilities and funds were:

	£'000	£'000
Assets	362	522
Liabilities	(270)	(294)
	92	228

Funds represent 2 ordinary shares of £1 each (2019: 2 ordinary shares of £1 each) and the surplus on the profit and loss account of £92,165 (2019: £227,829).

4. TRADING SUBSIDIARIES (CONTINUED)

Bath and West Shows Limited

The Company has a wholly owned trading subsidiary, Bath and West Shows Limited (Registered Company Number 08680261), which is incorporated in England and Wales. The registered office is The Showground, Shepton Mallet, Somerset, BA4 6QN. Bath and West Shows Limited carries out a primary purpose charitable activity of running the agricultural shows of the Society. A summary of its results is shown below:

	2020 £'000	2019 £'000
Turnover	91	1,920
Cost of Sales	(135)	(1,312)
Gross (Loss) / Profit	(44)	608
Administrative Expenses	(506)	(591)
(Loss) / Profit on Ordinary Activities	(550)	17
Distribution paid to Parent Company	17	-

The aggregate of the assets, liabilities and funds were:

	£'000	£'000
Assets	11	318
Liabilities	(480)	(220)
	(469)	98

Funds represent 3 ordinary shares of £1 each (2019: 3 ordinary shares of £1 each) and the deficit on the profit and loss account of £468,293 (2019: surplus of £97,669).

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5. INCOME FROM DONATIONS AND LEGACIES

	Group 2020 £'000	Group 2019 £'000
Donations	27	2
Coronavirus Job Retention Scheme (CRJS)	148	-
	175	2

All income from donations and legacies was unrestricted.

6. SUPPORT COSTS

	Group 2020 £'000	Group 2019 £'000
Wages and Salaries	678	703
Showground Costs (Facilities)	262	422
Showground Costs (Office)	87	146
Consultancy and Professional Costs	31	27
Finance Costs	6	12
Depreciation	335	340
Auditors remuneration	13	17
	1,412	1,667

The analysis of auditors' remuneration is as follows:

	Group 2020 £'000	Group 2019 £'000
Audit of these financial statements	4	4
Audit of financial statements of subsidiary companies	7	7
Accountancy services	2	6
	13	17

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FOR THE YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

7. STAFF COSTS

	Group 2020 £'000	Group 2019 £'000
Wages and Salaries	579	621
Employer's National Insurance	54	56
Pension Costs	32	33
Redundancy Costs	13	-
	678	710

The average number of employees was:

	Group 2020	Group 2019
Charitable activities and show organisation	14	16
Site maintenance and development	5	6
	19	22

One member of staff had emoluments, excluding pension contributions, within the band £70,001 to £80,000 (2019: one, in the band £80,001 to £90,000). The contributions for the provision of retirement benefits under a money purchase pension scheme for staff within this band were £7,643 (2019: £8,702).

No remuneration was paid to the directors (2019: £Nil) and no expenses have been reimbursed (2019: £Nil).

Key management personnel comprised 6 individuals in 2020: Chief Executive, Chief Financial Officer (from Jan 2020 – primarily covered by consultant in 2019), Commercial Enterprise Manager, Head of Estates (from Jan 2020 following internal promotion), Head of Marketing (from Jan 2020 – Nov 2020) & Head of Shows.

The total remuneration of key management personnel was £276,097 (6 individuals). In 2019 it was £163,994 (3 individuals).

8. TAXATION STATUS

The Company is exempt from taxation due to its charitable status. The subsidiary companies are subject to corporation tax. However, profits are donated to the charity by way of tax-deductible distribution made within 9 months of the financial year end, and consequently there is no corporation tax payable.

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9. TANGIBLE FIXED ASSETS

GROUP AND COMPANY

	Freehold Land £'000	Freehold Showground Buildings & Improvements £'000	Plant, Implements, Furniture & Fixtures £'000	Motor Vehicles £'000	Total £'000
COST					
As at 1 January 2020	158	7,610	908	38	8,714
Additions	-	87	-	-	87
As at 31 December 2020	158	7,697	908	38	8,801
DEPRECIATION					
As at 1 January 2020	-	4,332	749	35	5,116
Charge for the year	-	273	60	2	335
As at 31 December 2020	-	4,605	809	37	5,451
NET BOOK VALUE					
As at 31 December 2020	158	3,092	99	1	3,350
As at 31 December 2019	158	3,278	159	3	3,598

The net book value at 31 December 2020 represents fixed assets used entirely for charitable purposes.

Whilst the accounting policy remains to include tangible fixed assets at cost, as at 31st December 2020, the Directors commissioned a professional external valuation of the land by Cooper & Tanner. This valued the land at £1.665m, compared to its historic cost of £158k.

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10. INVESTMENT PROPERTIES

GROUP AND COMPANY

	Development Properties £'000
VALUATION	
As at 1 January 2020	2,742
Revaluation	258
As at 31 December 2020	3,000

The Directors commissioned a professional external valuation of investment properties by Cooper & Tanner on 31st December 2020. The Directors have reviewed the report and have decided to adopt a valuation resulting in an uplift in value of £258k to £3m.

11. FIXED ASSET INVESTMENTS

COMPANY
The investments held by the Company are investments in subsidiary companies at a total cost of £6 (2019: £6).

Details of undertakings

Undertaking	Holding	Proportion of voting rights and shares held 2020	2019
Subsidiary undertakings			
Bath & West Enterprises Limited	Ordinary	100%	100%
Bath and West Shows Limited	Ordinary	100%	100%
Bath and West Estates Management Company Limited	Ordinary	100%	100%
British Cheese Awards Limited (+)	Ordinary	100%	100%

(+) Shares held by a subsidiary company.

Further information in respect of Bath and West Shows Limited and Bath & West Enterprises Limited is provided in note 4.

The principal activity of both Bath and West Estates Management Company Limited and British Cheese Awards Limited is that of a dormant company.

The registered office of each subsidiary company shown above is The Showground, Shepton Mallet, Somerset, BA4 6QN. Each subsidiary is incorporated in England and Wales.

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12. STOCKS

	Group 2020 £'000	Group 2019 £'000	Company 2020 £'000	Company 2019 £'000
Consumables	18	21	18	21

13. DEBTORS

	Group 2020 £'000	Group 2019 £'000	Company 2020 £'000	Company 2019 £'000
Trade Debtors	36	141	25	37
Other Debtors	1	1	1	1
Other Taxation and Social Security	-	-	30	19
Prepayments and Accrued Income	17	56	16	29
	54	198	72	86

14. CASH

	Group 2020 £'000	Group 2019 £'000	Company 2020 £'000	Company 2019 £'000
Cash at bank and in hand	1	238	1	51

Analysis of net debt

GROUP	At 1 Jan 2020 £'000	Cash flow £'000	At 31 Dec 2020 £'000
Cash at bank and in hand	238	(237)	1
Overdraft	-	(133)	(133)
Total	238	(370)	(132)

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15. CREDITORS: Amounts falling due within one year

	Group 2020 £'000	Group 2019 £'000	Company 2020 £'000	Company 2019 £'000
Bank Overdraft	133	-	150	-
Trade Creditors	82	93	54	47
Amounts Due to Group Undertakings	-	-	278	522
Other Creditors	10	5	9	5
Other Taxation and Social Security	63	43	13	18
Accruals	37	63	26	50
Trade Stand Funds Held on Account (Note 16)	262	-	-	-
Deferred Income (Note 16)	312	421	10	10
	899	625	540	652

16. DEFERRED INCOME

	Group 2020 £'000	Group 2019 £'000	Company 2020 £'000	Company 2019 £'000
Balance Brought Forward	421	246	10	13
Trade Stand and other Advanced Bookings Received	189	1,048	-	-
Rent Received	312	1,019	122	96
Membership Received	25	46	25	47
Released to Statement of Financial Activities	(373)	(1,938)	(147)	(146)
Balance Carried Forward	574	421	10	10
Deferred income will be applied as follows:				
Trade Stand Funds Held on Account	262	-	-	-
Deferred Income	312	421	10	10
Within 1 year	574	421	10	10

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17. STATEMENT OF FUNDS

GROUP	As at 1 January 2020 £'000	Income £'000	Expenditure £'000	Transfers and Gains £'000	As at 31 December 2020 £'000
Unrestricted Funds:					
General Funds	5,659	211	(817)	636	5,689
Bath and West Shows Ltd	98	91	(641)	(17)	(469)
Bath & West Enterprises Ltd	228	361	(136)	(361)	92
Designated Funds:					
Charity Committee	7	27	(4)	-	30
Young People's Funds	4	-	-	-	4
Infrastructure Upgrade	100	-	-	-	100
Total Unrestricted Funds	6,096	690	(1,598)	258	5,446
Restricted Funds:					
Showering Pavilion Heating System	22	-	(2)	-	20
South West Growth Fund	38	-	(3)	-	35
Rural Development Programme for England (RDPE)	7	-	(3)	-	4
Field to Food Learning Day	-	10	-	-	10
Mendip DC REC F&D Grant	4	-	-	-	4
Mendip DC First Aid Grant	5	-	-	-	5
Total Restricted Funds	76	10	(8)	-	78
Total Funds	6,172	700	(1,606)	258	5,524

Transfers and Gains includes a gain on the revaluation of investment property of £258k (see Note 10). The remaining transfer between funds represents distribution of profits from the trading subsidiaries to the parent Company, as shown in Note 3. The transfer from Bath & West Enterprises Limited also includes an intercompany rent payment of £54k.

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17. STATEMENT OF FUNDS (CONTINUED)

GROUP	As at 1 January 2019 £'000	Income £'000	Expenditure £'000	Transfers £'000	As at 31 December 2019 £'000
Unrestricted Funds:					
General Funds	5,955	193	(685)	196	5,659
Bath and West Shows Ltd	81	1,920	(1,903)	-	98
Bath & West Enterprises Ltd	92	1,023	(671)	(216)	228
Designated Funds:					
Charity Committee	12	2	(27)	20	7
Young People's Funds	5	3	(4)	-	4
Infrastructure Upgrade	100	-	-	-	100
Total Unrestricted Funds	6,245	3,141	(3,290)	-	6,096
Restricted Funds:					
Showering Pavilion Heating System	24	-	(2)	-	22
South West Growth Fund	41	-	(3)	-	38
Rural Development Programme for England (RDPE)	10	-	(3)	-	7
Mendip DC REC F&D Grant	4	-	-	-	4
Mendip DC First Aid Grant	-	6	(1)	-	5
Total Restricted Funds	79	6	(9)	-	76
Total Funds	6,324	3,147	(3,299)	-	6,172

The transfer between funds in 2019 represents a designation of profits from the Unrestricted General Fund to the Designated Charity Committee of £20k. The transfer from Bath & West Enterprises Limited also includes an intercompany rent payment of £216k.

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17. STATEMENT OF FUNDS (CONTINUED)

Designated Funds

Charity Committee
The Charity Committee Fund supports projects closely allied to the Society's charitable objectives and the Society would normally allocate 10% of the unrestricted surplus (excluding any capital disposals) per year to the fund. In 2019 £20k was designated to this fund from General Funds. In the current year, in light of the budgeted loss for 2020 and ongoing COVID19 restrictions, an appeal was launched which raised £27k, which has been added to the Charity Committee Fund.

Young People's Funds
This relates to the funds received from cheese sales at the Royal Bath & West Show that are designated by the Dairy Produce Committee for charitable giving during the coming year. As this event did not take place, this fund was not added to in 2020.

Infrastructure Upgrade
The Company has committed to pay its development partner £150k for the upgrade of showground infrastructure during the course of development and has therefore designated this fund within reserves. As at 31 December 2020, £100k of this commitment remains as £Nil (2019: £Nil) was paid in the year.

Restricted Funds

Showering Pavilion Heating System
Grants were received to assist towards the costs of the sustainable energy heating system in the Showering Pavilion. The balance on this fund represents future depreciation to be written off over the life of the assets.

South West Growth Fund
In 2017 a grant of £43k was received from the South West Growth Fund towards the construction of the Rural Enterprise Centre. The balance on this fund represents future depreciation to be written off over the life of the assets.

Rural Development Programme for England (RDPE)
In 2018 a grant of £14k was received from RDPE to fund the development kitchen in the REC. This was spent in the 2018 year. The balance on this fund represents future depreciation to be written off over the life of the assets

Field to Food Learning Day
In 2020 a grant of £10k was received from the Fairfield Charitable Trust to fund the Field to Food Learning Day. Due to COVID19 restrictions this event was not able to take place in 2020. Therefore, the funds have been carried forward to be spent in future years.

Mendip District Council REC F&D Grant
In 2018 a grant of £4k was received from MDC to fund the development of the REC. Due to COVID19 restrictions this was not spent in 2020 but is expected to be spent in future years.

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17. STATEMENT OF FUNDS (CONTINUED)

Mendip District Council First Aid Grant
A grant of £6k was received from MDC to fund the construction of a Medical post. The balance on this fund represents future depreciation to be written off over the life of the asset.

COMPANY
For the purpose of section 408 of the Companies Act 2006, the net movement of funds for the Company is a surplus of £55k (2019: deficit of £304k). Total funds brought forward were £5,846k (2019: £6,150k). Total funds carried forward were £5,901k (2019: £5,846k).

18. ANALYSIS OF GROUP NET ASSETS BETWEEN FUNDS

	General Funds £'000	Designated Funds £'000	Restricted Funds £'000	Total £'000
Fund balances at 31 December 2020 are represented by:				
Tangible Fixed Assets	3,282	-	68	3,350
Investment Properties	3,000	-	-	3,000
Other Assets/(Liabilities)	(970)	134	10	(826)
	5,312	134	78	5,524

There are sufficient resources available, held in an appropriate form, to enable restricted and designated funds to be applied in accordance with restrictions imposed.

	General Funds £'000	Designated Funds £'000	Restricted Funds £'000	Total £'000
Fund balances at 31 December 2019 are represented by:				
Tangible Fixed Assets	3,522	-	76	3,598
Investment Properties	2,742	-	-	2,742
Other Assets	(279)	111	-	(168)
	5,985	111	76	6,172

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19. FINANCIAL COMMITMENTS

Financial
As at 31 December 2020 the Group had £100k authorised and contracted financial commitments (2019: £100k).

£100k (2019: £100k) relates to a contribution to the Company's development partner to upgrade the showground infrastructure for future development, the exact timing of which cannot be determined.

Obligations under Non-cancellable Leases: as a lessee:-
As at 31 December 2020 the Group had total commitments under non-cancellable operating leases, for the following minimum lease payments:

	2020 £'000	2019 £'000
Expiry Date:		
Within 1 year	23	26
2 to 5 years	19	42
	42	68

The amount of non-cancellable operating lease payments recognised as an expense during the year was £23k (2019: £26k).

Obligations under Non-cancellable Leases: as a lessor:-
As at 31 December 2020 the Group had contracted with tenants under non-cancellable operating leases, for the following minimum lease payments:

	2020 £'000	2019 £'000
Expiry Date:		
Within 1 year	158	127
2 to 5 years	260	403
	418	530

The operating leases represent rental of properties to third parties.

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20. FINANCIAL INSTRUMENTS

The carrying amount of the Group's financial instruments at 31 December were:

GROUP	2020 £'000	2019 £'000
Financial assets:		
- Financial assets measured at fair value through Statement of Financial Activities	3,000	2,742
- Debt instruments measured at amortised cost	37	142
	3,037	2,873
Financial liabilities:		
- Measured at amortised cost	92	98

21. RELATED PARTY TRANSACTIONS

In accordance with FRS 102, the company is exempt from the requirement to disclose transactions with wholly owned group companies. There were no other related party transactions in the year (2019: None).

Transactions with the directors are disclosed in Note 7.