



The Theatre Royal Bath Limited

(Registered Charity Number: 277723)

(Registered Number: 01416448)

*Trustees' Report and Consolidated
Financial Statements
for the year ended 31 May 2024*

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Overview from the Chair of Trustees and Theatre Director

During the last year, the **Theatre Royal Bath** has continued to be widely recognised as an institution of national and international importance. Not reliant on regular public subsidy, it successfully navigates a path between commercial ambition, high quality art and community investment.

The industry is challenged by a shortage of available productions and lower audience demand. Despite this, the range, quality and appeal of Theatre Royal Bath Limited, with its subsidiaries, consistently attracts international investment and West End bookings.

Theatre Royal Bath's Main House is a reliably popular venue with producers; during the year we have welcomed the UK premiere of an American musical, *Roman Holiday*, and *Frank and Percy* starring Sir Ian McKellen and Roger Allam prior to the West End.

As a producer itself, TRB serves both UK and international theatres. The **Main House** welcomed Brian Cox as J.S. Bach in a newly commissioned play *The Score* by Oliver Cotton, directed by Trevor Nunn. In the **Ustinov Studio**, Deborah Warner's second season brought further acclaim. *Phaedra/Minotaur* from the previous season was presented at Edinburgh International Festival and *Machinal* transferred to the Old Vic. In the Spring, the **Ustinov Studio** hosted a run of stellar plays, *A View From The Bridge* starring Dominic West, *The Lover/The Collection* starring David Morrissey and *The Deep Blue Sea* with Tamsin Greig, all directed by Lindsay Posner.

A View From The Bridge, *The Score* and *The Deep Blue Sea* secured West End transfers to the Theatre Royal Haymarket in 2024 and 2025 respectively. Outside of Bath, **Theatre Royal Bath Productions (TRBP)** enjoyed a strong year. A second tour of *Noises Off* transferred to the Theatre Royal Haymarket as well as a transfer of *Private Lives*. *The Circle* and *Farm Hall* both toured the UK to enthusiastic acclaim.

The **Egg** and **Engage** programmes continue to deliver sector-leading work for young audiences and the community locally. Egg Productions of *Wendy: A Peter Pan Story* and Engage's *The Seven Deadly Sins* were just two of six productions focussed on disability-positive artist development. Egg Productions enjoyed a tour to Ottawa, Canada with *I Wish I Was A Mountain* and also staged 3 early years shows on UK tour.

Our strategy for consolidation during the Covid years, followed by solid growth since, allows us to progress with further investment. Capital projects are planned to upgrade facilities in the Theatre and stimulate future talent and audiences. Over the next twelve months, we expect to complete the Main House toilet extension project, planned pre-Pandemic. In addition, the technical infrastructure is to be renewed and upgraded.

In an important development to extend the Theatre activities further, plans have been submitted for approval to build a new community auditorium within the existing buildings, planned for 2026, to house our Engage participation programme and support local creatives to showcase their work.

Paul Heal, Chair

Danny Moar, Theatre Director

Theatre Royal Bath: A History

Since 1805, the Theatre Royal's Georgian, grade II* listed building in Bath stands as a home to performance and expression. In 1979, when the building was threatened with closure Jeremy Fry, investor, architect and engineer, stepped in to prevent its failure. His ambition was "to establish Bath as a centre of theatrical excellence". A Theatre Trust was set up to protect the site for the city of Bath, and Theatre Royal Bath Limited was incorporated as a charitable enterprise. Nowadays, Theatre Royal Bath is at the heart of a thriving economic and artistic ecology. The Theatre is a cultural powerhouse in the South-West and nationally, offering local audiences the quality of London's West End.

Ustinov Studio

In 1989, the Ustinov Studio was opened with the support of Sir Peter Ustinov himself. A "glittering 'black jewel'", the former stable block is the 120-seat studio theatre that is now famed for its ability to attract UK and international talent. The Ustinov welcomes local audiences to a mix of fringe shows, alongside acclaimed Theatre Royal Bath Productions and artistic director seasons. This is a destination theatre and most recently home to world-famous opera director Deborah Warner.

Theatre Royal Bath Productions

In 1998, just two years into his tenure, Theatre Director Danny Moar established Theatre Royal Bath Productions Limited with an initial target of 2 productions per year. By 2002, 27 plays had been produced, generating over half the theatre's surpluses. Having passed the 200 mark, Theatre Royal Bath Productions is now known as one of the most prolific British theatre producers in London's West End, on UK tour and internationally.

The Egg

Theatre for young audiences and theatre education established at The Egg in 2003 when the Theatre Royal Bath committed to re-developing an adjoining cinema building specifically to provide a venue and auditorium for children. Early doubts around the potential demand for a dedicated children's theatre are now proven unfounded. The Egg presents, produces and tours award-winning work for young people and their families year-round, generating over 30,000 ticket sales in 23/24.

Engage

Engage is our established movement to support and promote theatre participation. Following on from 2022's successful inaugural Elevate Festival of grass-roots theatre productions, Engage goes from strength to strength. Over 30 years of adult theatre workshops, supported since 2009 by The Miss Beryl Billings Charitable Trust, have sparked joy, friendship and creative careers for hundreds of participants. Investment is planned in a second Elevate Festival, with a main house community play in 2026.

Mission

To present high-quality entertainment that promotes the arts, encouraging a lifelong love for theatre for diverse audiences. The Theatre is committed to maintaining our historic stages, making them available for learning and performance. Our theatre is a space to connect with the past, make sense of the present, and offer a portal to the future.

Central to this mission is the ability to operate without regular public subsidy, as a self-made national theatre. Financial confidence enables artistic risk-taking and community education. Our varied programme of high-quality productions generates income through sales in Bath. Theatre Royal Bath Productions collaborates with the very best practitioners to bring artistic excellence to the southwest. This original work is ultimately exploited on tour and in the West End, delivering impact that resonates both nationally and internationally.

This self-sustaining model allows us to reinvest in studio productions, local theatre-making and education. Whilst the Theatre receives a small amount of project support from individuals, trusts and foundations, overall financial independence is inextricably linked to our commitment to prioritise artistic excellence, irrespective of taste or politics.

Values

- Maintain, at all times, a commitment to artistic quality and rigour.
- Celebrate freedom of expression and value a broad church of lived experience for all stakeholders
- Nurture a vibrant and sustainable theatre ecology in the region
- Ensure financial security, resilience and value for money within its charitable structure

Priorities

- Deliver artistic excellence in producing.
- Present a varied theatrical programme.
- Cultivate original Theatre for Young Audiences (TYA).
- Invest in young access through the Wonderfund.
- Promote local theatre participation.
- Foster community partnerships.
- Generate income to retain artistic independence and maximise impact.
- Maintain and secure the historic buildings.

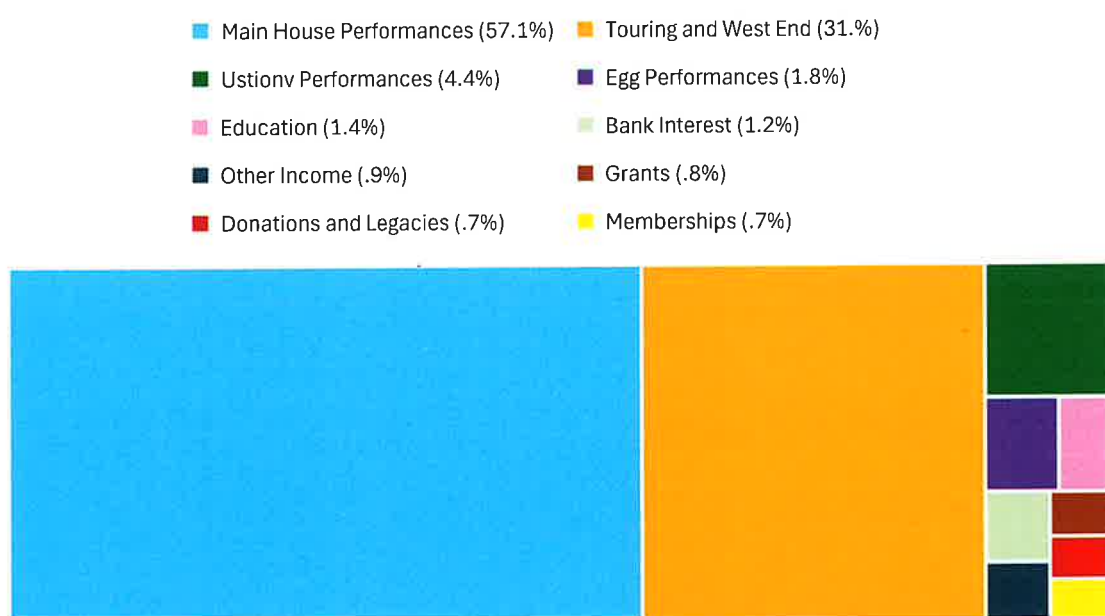
The Operation

Financially, we are focussed on maintaining a robust, enduring theatre business to support delivery of its objectives for public benefit.

The Group's strategy is to recover its operating costs in the Main House from ticket sales and charges. Any surplus generated by activity in the Main House, together with all profits from Theatre Royal Bath Productions Limited, and Theatre Royal Bath (Trading) Limited, the Group's commercial arms, are used to support the Ustinov and Egg theatres, the presentation of the Ustinov Season as well as a wide variety of educational and outreach projects and to maintain our Grade II* listed building.

Our Income

Income of TRB Charity Group



86% of our income comes from activities either in the Main House or presenting work either on tour or in the West End. This shows both the strength of our commercial activities and the importance of the Theatre Royal Bath to the touring ecology in the UK, as a provider of content and a great prospect for visiting producers.

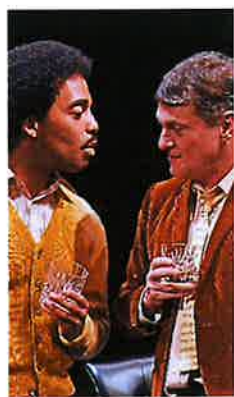
Our focus is on delivering a mix of artistically ambitious programme, alongside a robust balance sheet that provides certainty for all stakeholders. This positions TRB well to weather uncertainty in the arts funding environment in the UK. Additional investment from funders is essential to enrich this programme. Income from donors and grant-making bodies make up a small proportion of our overall funds, but are significant for the non-commercial work they support in the community, for our local young people and in maintaining our significant Grade II* listed building.

Impact 2023/24 – Theatre Royal Bath Productions

236,463 people
saw our
productions on tour
or in the West End



Our productions
played 27 weeks
in the West End &
74 weeks
regionally



Employed 490
creatives, cast and
crew across 19
productions on tour,
in the West End and
in Bath

Leads in
productions
hold 17
Olivier
Awards, 5
BAFTAs, 2
Emmy's &
4 Golden
Globes



*Image credits: Johan Persson, Manuel Harlan,
Foteini Christofilopoulou, Nobby Clark*

Impact 2023/24 – Main House & Ustinov Audiences



16% growth in
theatre membership
support



239,181 people attended
performances in the Main
House and Ustinov

*'A tiny theatre becomes
a magical cavern'*
THE TIMES on the Ustinov Studio



Image credits: Johan Persson, Ellie Kurtz, Lloyd
Evans

Impact 2023/24 – The Egg and Young People

19 associate artists & interns honing skills in theatre for young audiences. 4 productions actively sought creatives & actors who identify as disabled.



30,163 tickets were sold in The Egg. Almost 50% of Egg sales in 23/24 were generated by our own productions



65+ freelancers were employed to teach 72 16-18 year olds studying full-time at The Egg & 230 students with the TRB Theatre School.



21 weeks of original early years work by The Egg toured the UK, seen by 14,227 under 4s, Egg productions toured overseas for 11 weeks

Image credits Cam Adams, Chelsey Cliff, Dan Martin and Jack Offord

Impact 2023/24 – Community Engagement

Adult participation increased by 38% since its launch



There are now 4 adult participation companies: Engage Acting, Engage Elders, Engage Together for learning disabled and deaf adults, and Twerton Community Theatre.



4 Engage Productions, 3 Masterclasses, 225 tours, 648 talk tickets, 60 volunteers



5,878 tickets were donated to local school children for free by the Wonderfund, to 78 schools and nurseries. 39 had not visited The Egg before.



Image credits: Cam Adams, Chelsey Cliff, Dan Martin



Wonderfunded creative opportunities included bursaries, community projects, and teacher support.

Financial Review

Reserves Policy

The Trustees of Theatre Royal Bath consider that a reserves policy is necessary to maintain sufficient reserves to achieve twin objectives:

- i) the presentation of high-quality theatre throughout the year; and
- ii) the maintenance of the Grade II listed building in which the Group, the Theatre Royal Bath and its subsidiary companies, are housed.

The Trustees regularly review the nature and level of the unrestricted reserves held to try and achieve balance in these objectives.

Total reserves as at the year-end are £10.3 million (2023: £9.1 million) comprising restricted funds of £1.4 million (2023: £1.4 million) and unrestricted funds of £8.9 million (2023: £7.7 million).

The unrestricted funds include designated funds of £6.5 million (2023: £3.2 million).

The remainder are unrestricted and undesignated and total £2.4 million (2023: £4.5 million)

The designated funds are described below:

- The Theatre has increased the balance on its Production Fund this year to finance future productions for TRB as it has done in the past funding the Summer Season, the Ustinov Seasons and the Egg Christmas production. The balance to carry forward for the Production Fund is £564k (2023: £640k).
- The Stability Fund provides a general buffer in the event of a sudden decrease in income or increase in expenditure. The balance of the Stability Fund is at £150k (2023: £150k).
- The Creative Fund awards grants to local arts organisations. No grants were awarded during the financial year ending 31st May 2024. This Fund is being re-designated to support access to the theatre through the Engage programme and into the Venue 4 Space. The balance of the Creative Fund is at £52k (2023: £52k).
- The Building Levy Fund is used by the Group to maintain and run the building and equipment in the three auditoria. The Trustees recognise that significant expenditure is required for a building such as the Theatre Royal Bath and its three auditoria, and the current reserve balance is of a size whereby annual planned expenditure as well as unpredictable works can be met. The balance of the Building Levy Fund is at £1.2m (2023: £1.4m).
- The Building Development Fund contains designated funds for future capital projects to improve and enhance the facilities within the building. This money is currently to be used to fund the Ladies toilet improvement project, upgrading the technical infrastructure in the Main House, both during Spring 2025, as well as to fund the theatre's contribution to the work for the Venue 4 project, which is anticipated to be completed during 2026. The balance of the Building Development Fund is £1.25m (2023: £1m).
- In this financial year we have designated The Fixed Asset Fund which represents the value of our unrestricted fixed assets. The balance of the Fixed Asset Fund is £3.3m (2023: Nil)

Free reserves as at 31 May 2024 amounted to £2.3 million (2023: £1.3 million) and the Trustees aim to maintain an adequate level of reserves in the coming years. The Trustees are satisfied that the current free reserves meet the reserves requirement for the organisation.

Going Concern

The Trustees have considered the level of funds and cash held, the future budgeted income and expenditure and the levels of reserves, such that they have determined that the Group is able to continue as a going concern. Theatre Royal Bath provides funds to the subsidiaries to fund their activities, primarily the cost of opening productions in Theatre Royal Bath Productions. This support is included as part of the going concern assumption.

Principal Risks and Uncertainties

The Theatre Royal Bath Limited faces the following principal risks and challenges:

- weighing the promotion and fostering of artistic knowledge with commercial pressures to ensure continued financial sustainability;
- continuing to attract attendees in sufficient number to achieve the Group's objectives;
- making sure that necessary funds are generated to enable maintenance and improvement of existing assets, in particular the Grade II* listed Main House building to allow the Group to meet its artistic and audience requirements; and
- the risk that the Group's access to publicly and non-publicly funded grants, which enrich the artistic development and outreach activities, is reduced as a result of increased competition because of the continued and significant cuts to public funding of the arts.

The consolidated statement of financial activities shows income from charitable activities for the year was £18.2 million (2023: £13.9 million). Total income for the year was £18.8 million (2023: £14.5 million). Expenditure on charitable activities in the year to 31 May 2024 was £17.6 million (2023: £13.9 million). The net income of the Group for the year was £1.1m (2023: £544k).

Theatre Royal Bath Productions Limited develops and produces theatrical productions. It has generated a profit for the financial year of £63k (2023: £658k). Theatre Royal Bath Productions has donated £332k (2023: £494k) in the year to TRB. Theatre Royal Bath Enterprises Limited manages and runs certain theatrical productions for both Theatre Royal Bath and Theatre Royal Bath Productions. It has a profit of £nil (2023: £nil).

Theatre Royal Bath (Trading) Limited, the third wholly owned subsidiary, is responsible for operating and overseeing all aspects of the bars and retail operation within the theatre and procuring sponsorships. It generated a profit for the financial year of £73k (2023: £34k) and in the year it has donated £28k (2023: £29k) to Theatre Royal Bath.

The differences between the reported profits of the subsidiaries noted above and the amounts donated are a function of when donations are made. All profits of the subsidiaries are ultimately donated to Theatre Royal Bath.

Overall, the Trustees are satisfied with the year's results which continue a very successful period for the theatre. On behalf of the Board, the Trustees thank Danny Moar and his staff for all their effort and commitment in this year 2023/24.

Investment Powers and Policy

The Trustees have the power to invest funds not immediately required for operational use in such ways as they consider appropriate. Currently the funds are held with instant and overnight access at Barclays Bank PLC at a competitive interest rate.

Plans for Future Periods

Theatre Royal Bath will continue to programme and produce work of the highest quality for presentation to audiences in Bath and beyond. To this end, Theatre Royal Bath Productions is undertaking a high level of activity, creating touring productions for Theatre Royal Bath and then on tour to UK theatres and the West End.

The Egg intends to build on the success of its touring productions nationally and internationally and significantly to expand the development of new productions.

While no expenditure has been committed at the year end, the Trustees are actively reviewing proposals for a programme of significant capital expenditure in the future to improve the number and quality of the Ladies toilet facilities in the Main House. After the year end, planning permission has been granted for this and work is expected to be completed by mid-2025. Additionally, the Theatre is in the process of investigating the potential for a fourth studio venue space for our Engage and Outreach work (referred to as 'Venue 4') as well as upgrading the technical infrastructure in the Main House. The planning process is underway for the 'Venue 4' project, with the building work anticipated for 2026. The technical infrastructure work is planned for Spring 2025.

Governance

Reference and administrative details

Charity number:	277723
Company number:	01416448
Registered Office:	Theatre Royal Bath, Sawclose, Bath, BA1 1ET

Our advisers

Auditor	
HaysMac LLP	10 Queen Street Place, London, EC4R 1AG
Banker	
Barclays Bank PLC	4th Floor, Bridgewater House, Finzels Reach, Counterslip, Bristol BS1 6BX
Solicitors	
Mogers Drewett	The Square, Lower Bristol Road, Bath, BA2 3BH

Directors and Trustees

The directors of Theatre Royal Bath Limited (the Charity) are its Trustees for the purpose of Charity law.

The Trustees and Officers serving during the year and since the year end were as follows:

Key management personnel - Theatre Royal Bath Limited: Trustees and Directors

Paul Heal (Chairman)
Charlotte Lucy Walker (Vice Chair)
Suresh Ariaratnam
Margaret Cooke
Jayne Davis (resigned 23rd March 2024)
Dominic Eaton
Cosmo Fry
Simon Holdsworth
Katja Kammerer
Ruth Keily
Henry Meakin

Finance and Risk Committee

Dominic Eaton	Trustee
Paul Heal	Trustee and Chairman of the Board of Trustees
Henry Meakin	Trustee and Chairman of the Finance and Risk Committee
Charlotte Lucy Walker	Trustee and Vice Chair of the Board of Trustees

Remuneration committee

Paul Heal	Trustee and Chairman of the Board of Trustees
Henry Meakin	Trustee and Chairman of the Finance and Risk Committee
Stephen Ross	Chairman, Theatre Royal Bath Productions

Key management personnel: Senior managers of Theatre Royal Bath Limited

Theatre Director	D Moar
Finance Director	M Cundy
General Manager	E Hibbert
Theatre Administrator and Executive Producer	N Palmer

Governing Document

The Theatre Royal Bath Limited is a company limited by guarantee (number 01416448) and a registered Charity (number 277723 registered in May 1979) under the Charities Act 2011. Its governing instrument is the Memorandum and Articles of Association, which were last amended on 18th February 2021.

All Trustees are also the members and thus undertake to contribute the sum of £100 each to the assets of TRB in the event of it being wound up during the time that they are members or within one year thereafter.

Appointment of Trustees

TRB's governing body is a Board of Directors (who are also the Trustees of the Charity) whose members are invited to serve on the Board and retire periodically by rotation. Representatives of local businesses, people involved in the wider arts world and council members from Bath & North East Somerset are represented on the Board. When considering co-opting Trustees, regard is given by the Board to the necessity or desirability of any specialist skills so that the Board can call on a wide range of relevant knowledge and expertise. The councillor board member is subject to the appointment process of the Bath & North East Somerset Council.

Trustee induction and training

New Trustees are briefed on their legal and other responsibilities as Trustees and an appropriate induction process is arranged by existing Trustees. There is a formal induction process pursuant to which new Trustees are briefed by members of the executive team and existing Trustees.

There is no set policy for the provision of Trustee training. However, where training needs are identified, suitable training is organised. Additionally, the Trustees are periodically reminded of their responsibilities as Trustees and updated on any relevant changes to the applicable law.

Organisation

The Board of Trustees administers the Charity. The Board normally meets bi-monthly, as does the Finance and Risk sub-committee. The Theatre Director is appointed by the Trustees to manage the day-to-day operations with the senior managers.

Related parties and co-operation with other organisations

None of our Trustees receive any remuneration or other benefit for services to the Charity. Any connection between a Trustee or member of key management with a supplier or contracted person must be disclosed to the full Board of Trustees. When connections

are disclosed, the Board consider the risks and impacts of such connections and appropriate safeguards are put in place. In the current year, the following relationships were disclosed:

Jayne Davis, appointed to the board on 23rd May 2023 and resigned on 23rd March 2024, was Principal and Chief Executive of Bath College. The Charity has a service agreement with Bath College to deliver two Level 3 courses in Performing and Production Arts. The service agreement is long standing and pre-dates Ms Davis joining the Board of Trustees. The Board is alert to any actual or perceived risk of conflict in this regard and appropriate risk management procedures will continue to be followed.

During the year, the Theatre Royal Bath Productions Limited presented the Jermyn Street Theatre's production of *Farm Hall* on tour, which was written by Katherine Moar, the daughter of Theatre Director, Danny Moar. Ms Moar received payment in the form of a royalty for this which is disclosed in the accounts.

In order to enable the Trustees to carry out their duties to assess and support the Charity, they are able to receive a maximum of two complimentary tickets to attend a performance of each of the Charity's own productions.

Pay policy for senior managers

The Board of Directors, who are the Charity's Trustees, and the senior management team comprise the key management personnel of the Charity. All Trustees/Directors give of their time freely and no Trustee/Director received remuneration in the year. Details of Trustee/Directors' expenses are disclosed in note 11 to the financial statements. The pay of the senior staff is reviewed annually and normally increased in accordance with CPI rates as approved by the Trustees.

The Remuneration Committee considers the pay of the Chief Executive in his role as both Group Chief Executive and Managing Director of TRBP, the Group's commercial arm. The Committee seeks to bench mark his remuneration against the executives of comparable theatres. His remuneration in relation to TRBP is wholly based on the profitability of that business. Other members of the senior management team also receive remuneration in relation to TRBP wholly based on the profitability of that business.

Fundraising

The Charity has a Development team that raises funds from individuals, trusts and corporate entities. It does not engage third parties to carry out fundraising activities on its behalf. No complaints were received during the year by the Charity about fundraising activity. The Charity currently does not have any major fundraising campaigns and the biggest area of fundraising is its membership scheme for Friends and Associates. Once a year, Friends and Associates are reminded in writing that their membership is up for renewal. If a member does not renew, they are informed in writing that their membership has lapsed with information about applying for the membership if they would like to join. The Charity has registered with the Fundraising Regulator after the Year End.

Risk management

The Trustees are alert to the wide range of risk factors which may arise in connection with

the Charity and its operations. The Trustees are satisfied that policies and procedures are in place which address corporate governance risks including such as conflicts of interest and anti-corruption and bribery, together with policies which address operational risks such as health and safety; child and young person protection issues; adult safeguarding, including the prevention of harassment; disaster recovery; insurance; and IT systems and data security. Certain financial risks are provided for by way of the stability fund referred to above. The Trustees regularly review these policies and procedures.

In particular, the Trustees are aware of the risks posed by the fabric of the theatre as a historic building and the possibility that unforeseen maintenance may be required. By means of a rolling repairs programme and the Building Levy, the Trustees are satisfied that they have adequately provided for this contingency.

Trustees' responsibilities in relation to the financial statements

The Charity Trustees (who are also the Directors of the Theatre Royal Bath Limited for the purposes of company law) are responsible for preparing a Trustees' annual report and financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Charity Trustees to prepare financial statements for each year which give a true and fair view of the state of affairs of the charitable company and the Group and of the incoming resources and application of resources, including the income and expenditure, of the charitable Group for that period. In preparing the financial statements, the Trustees 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 Charity will continue in business.

The Trustees are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Charity and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Charity and the Group and hence taking reasonable steps for the prevention and detection of fraud and other irregularities.

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

Statement as to disclosure to our auditor

In so far as the Trustees are aware at the time of approving our Trustees' annual report:

- there is no relevant audit information, being information needed by the auditor in connection with preparing their report, of which the Group's auditor is unaware;
- the Trustees, having made enquiries of fellow directors and the Group's auditor that they ought to have individually taken, have each taken all steps that he/she is obliged to take as a Director in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information; and
- On 18 November 2024, the company's auditor changes its name from Haysmacintyre LLP to HaysMc LLP.

By order of the Board of Trustees



Paul Heal (Chairman)

Date: Thursday 13th February 2025

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS AND TRUSTEES OF
THEATRE ROYAL BATH LIMITED**

FOR THE YEAR ENDED 31 MAY 2024

Opinion

We have audited the financial statements of Theatre Royal Bath Limited for the year ended 31 May 2024 which comprise the Group Statement of Financial Activities, the Group and Parent Charitable Company Balance Sheets, the Group 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 Financial Reporting Standard 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's and of the parent charitable company's affairs as at 31 May 2024 and of the group's and parent charitable company's net movement in funds, including the 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 that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group and parent charitable company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The trustees are responsible for the other information. The other information comprises the information included in the Report of the Trustees. 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.

Opinions on other matters 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 Report of the Trustees, (which includes the strategic report and the directors' report prepared for the purposes of company law) for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report included within the Report of the Trustees have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Trustees' Annual Report (which incorporates the strategic report and the directors' report).

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

- adequate accounting records have not been kept by the parent charitable company, 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 trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of trustees for the financial statements

As explained more fully in the trustees' responsibilities statement set out on page 16 the trustees (who are also the directors of the charitable company for the purposes of company law) 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 trustees 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 trustees are responsible for assessing the group's and the parent charitable 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 trustees either intend to liquidate the group or the parent charitable company or to cease operations, or have no realistic alternative but to do so.

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:

Based on our understanding of the group and charitable company and the environment in which they operates, we identified that the principal risks of non-compliance with laws and regulations related to revenue recognition and the completeness of expenditure, and we considered the extent to which non-compliance might have a material effect on the financial

statements. 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, the Charities Act 2011, payroll tax and sales tax.

We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to related to posting inappropriate journal entries to revenue and management bias in accounting estimates. Audit procedures performed by the engagement team included:

- Inspecting correspondence with regulators and tax authorities;
- Discussions with management including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Evaluating management's controls designed to prevent and detect irregularities;
- Identifying and testing journals; and
- Challenging assumptions and judgements made by management in their critical accounting 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 or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, 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 charitable 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 charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Jane Askew (Senior Statutory Auditor)
For and on behalf of HaysMac LLP, Statutory Auditors
Date: 20 February 2025

10 Queen Street Place
London
EC4R 1AG

Consolidated Statement of Financial Activities (including income and expenditure account)

For the year ended 31 May 2024

	Note	2024 Unrestricted Funds £'000s	2024 Restricted Funds £'000s	2024 Total Funds £'000s	2023 Total Funds £'000s
Income from:					
Charitable activities	4	18,030	147	18,177	13,868
Donations and legacies:	5	141	125	266	330
Other trading activities	6	178	0	178	244
Investment income		216	0	216	57
Total income		18,565	272	18,837	14,499
Expenditure on:					
Cost of raising funds		(62)	0	(62)	(68)
Charitable activities	8	(17,320)	(269)	(17,589)	(13,887)
Total expenditure		(17,382)	(269)	(17,651)	(13,956)
Net income/(expenditure)	10	1,183	3	1,186	543
Funds transfer	22	0	0	0	0
Net movement in funds for the year		1,183	3	1,186	544
Reconciliation of funds					
Total funds brought forward		7,697	1,417	9,114	8,570
Total funds carried forward		8,880	1,420	10,300	9,114

All income and expenditure derive from continuing activities.

Consolidated Statement of Financial Activities (including income and expenditure account)

For the year ended 31 May 2024

	Note	2024 Unrestricted Funds £'000s	2024 Restricted Funds £'000s	2024 Total Funds £'000s	2023 Total Funds £'000s
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Total income		18,565	272	18,837	14,499
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Charitable activities	8	(17,320)	(269)	(17,589)	(13,887)
Total expenditure		(17,382)	(269)	(17,651)	(13,956)
Net income/(expenditure)	10	1,183	3	1,186	543
Funds transfer	22	0	0	0	0
Net movement in funds for the year		1,183	3	1,186	544
Reconciliation of funds					
Total funds brought forward		7,697	1,417	9,114	8,570
Total funds carried forward		8,880	1,420	10,300	9,114

All income and expenditure derive from continuing activities.

Consolidated and Charity Balance Sheets

For the year ended 31 May 2024

	Note	Group 2024 £'000s	Group 2023 £'000s	Charity 2024 £'000s	Charity 2023 £'000s
Fixed Assets					
Intangible assets	15	13	9	13	9
Tangible assets	16	4,558	4,486	4,547	4,470
Investments	17	0	0	10	10
Total Fixed Assets		4,571	4,495	4,570	4,489
Current Assets					
Work in progress		277	303	111	38
Debtors	18	1,913	2,440	1,586	2,069
Cash at bank and in hand		8,329	7,927	7,535	6,595
Total Current Assets		10,519	10,670	9,232	8,702
Liabilities					
Creditors falling due within one year	19	(4,490)	(5,551)	(3,321)	(3,918)
Net Current assets		6,029	5,119	5,911	4,784
Creditors falling due after more than one year	21	(300)	(500)	(300)	(500)
Net Assets		10,300	9,114	10,181	8,773
The funds of the charity:					
Unrestricted Income funds		8,880	7,697	8,761	7,356
Restricted Income funds		1,420	1,417	1,420	1,417
Total Charity funds	23	10,300	9,114	10,181	8,773

The trustees have prepared group financial statements in accordance with section 398 of the Companies Act 2006 and section 38 of the Charities Act 2011. The net income of the charity was £1,408k (2023- £707k)

Signed and authorised for issue on behalf of the trustees by

Paul Heal (Chairman)

Approved by the trustees on Thursday 13th February 2025

Consolidated Cash Flow Statement

For the year ended 31 May 2024

	Note	2024 £'000s	2023 £'000s
Cash generated (used in) / from operating activities	25	714	601
Cash flows from investing activities			
Interest received		216	57
Purchase of intangible fixed assets		(10)	(7)
Purchase of tangible fixed assets		(321)	(400)
Cash used in investing activities		(115)	(351)
Repayment of bank loans		(200)	(200)
Net cash flow from financing activities		(200)	(200)
Increase / (decrease) in cash and cash equivalents in the year		399	52
Cash and cash equivalents at the beginning of the year		7,927	7,875
Cash and cash equivalents at the end of the year		8,326	7,927

Analysis of Net Debt

For the year ended 31 May 2024

	As at 1 June 2023 £'000s	Cashflows for the year £'000s	Other non-cash changes £'000s	As at 31 May 2024 £'000s
Cash and cash equivalents				
Cash at bank and in hand	7,927	399	0	8,326
Borrowings				
Bank loans - amounts falling due within one year	(200)	200	(200)	(200)
Bank loans - amounts falling due after more than one year	(300)		200	(300)
	(500)	200	0	(500)
Net Funds	7,427	599	0	7,826

Notes to the Financial Statements

1 Accounting Policies

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

a) Basis of preparation

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their financial statements in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2015 and as updated with effective from 1 January 2016) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Companies Act 2006 and, in relation to the consolidated financial statements, the Charities Act 2011.

The accounting policies have been applied consistently from the prior year except as detailed below.

The Theatre Royal Bath Limited 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).

b) Preparation of the financial statements on a going concern basis

The financial statements have been prepared on a going concern basis.

The trustees consider that the level of funds held by the Charity, the available cash on hand, and the budgeted income and expenditure is sufficient for the Charity to be able to continue as a going concern and that there are no material uncertainties in relation to going concern.

c) Group financial statements

The financial statements consolidate the results of the Charity and its wholly owned subsidiaries Theatre Royal Bath Productions Limited, Theatre Royal Bath (Trading) Limited, Theatre Royal Bath Enterprises Limited and Roman Holiday Bath Limited. A separate Statement of Financial Activities and Income and Expenditure Account for the Charity has not been presented because the Charity has taken advantage of the exemption afforded by section 408 of the Companies Act 2006.

The Charity is a qualifying entity as defined by FRS 102 and, as such, has taken advantage of the following exemptions:

- presenting a statement of entity cash flows on the grounds that the relevant information is included within the consolidated information presented within these financial statements; and
- presenting certain financial instruments disclosures on the grounds that the relevant information is included within the consolidated information presented within these financial statements.

d) Income

Income is recognised when the Charity 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.

The Charity utilises a 52 week year to recognise revenue, recognising income and expenditure to the final Saturday of the period. This means that some periods are 53 weeks to compensate for this policy. During this year, 52 weeks of revenue have been recognised.

Income from government and other grants, whether 'capital' grants or 'revenue' grants, is recognised when the Charity 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.

For legacies, entitlement is taken as the earlier of the date on which either: the Charity is aware that probate has been granted, the estate has been finalised and notification has been made by the executor(s) to the Charity that a distribution will be made, or when a distribution is received from the estate. Receipt of a legacy, in whole or in part, is only considered probable when the amount can be measured reliably and the Charity has been notified of the executor's intention to make a distribution. Where legacies have been notified to the Charity or the Charity is aware of the granting of probate, and the criteria for income recognition have not been met, then the legacy is treated as a contingent asset and disclosed if material.

Income received in advance of a theatrical performance or provision of other specified service is deferred until the performance or the service has been given (see note 20).

e) Donated services and facilities

Donated professional services and donated facilities are recognised as income when the Charity has control over the item, any conditions associated with the donated item have been met, the receipt of economic benefit from the use by the Charity of the item is probable and that economic benefit can be measured reliably. In accordance with the Charities SORP (FRS 102), the general volunteer time is not recognised.

On receipt, donated professional services and donated facilities are recognised on the basis of the value of the gift to the Charity which is the amount the Charity would have been willing to pay to obtain services or facilities of equivalent economic benefit on the open market; a corresponding amount is then recognised in expenditure in the period of receipt.

f) Interest receivable

Interest is included when receivable and the amount can be measured reliably by the Charity; this is normally upon notification of the interest paid or payable by the Bank.

g) Fund accounting

Unrestricted funds are available to spend on activities that further any of the purposes of the Charity. Designated funds are unrestricted funds of the Charity which the Charity trustees have decided at their discretion to set aside to use for a specific purpose. Restricted funds are donations which the donor has specified are to be solely used for particular areas of the Charity's work or for specific artistic projects being undertaken by the Charity.

h) Expenditure

Expenditure is recognised once there is a legal or constructive obligation to make a payment to a third party, it is probable that settlement will be required and the amount of the obligation can be measured reliably. Expenditure is classified under the following activity headings:

- costs of raising funds – which comprise the costs of commercial trading including the catering and the associated support costs;
- expenditure on charitable activities – which includes activities undertaken to further the purposes of the Charity and the associated support costs.

i) Allocation of support costs

Support costs are those functions that assist the work of the Charity but do not directly undertake charitable activities. Support costs include back office costs, finance, personnel, payroll processing and governance costs which support the Charity's artistic programmes and activities. These costs have been allocated between cost of raising funds and expenditure on charitable activities. The bases on which support costs have been allocated are set out in note 9.

j) Tangible fixed assets

Individual fixed assets costing £200 or more are capitalised at cost and are depreciated over their estimated useful lives on a straight line basis as follows:

Asset Category	Annual Rate
Equipment	10% - 33%
Motor vehicles	25%
Leasehold improvements	2%
Freehold property improvements	2%

The freehold property is not depreciated as the trustees do not believe its residual value to be significantly lower than its cost due to the age and nature of the building, and its location in the conservation area of central Bath. An impairment review is carried out annually by the trustees and any impairment is charged to the income statement in the year in which it is identified.

k) Work in Progress

Work in progress, which represents direct costs of theatrical productions that had yet to start at the year end, is stated at the lower of cost and net realisable value.

l) Debtors

Trade and other debtors are recognised at the settlement amount due after any trade discount offered. Prepayments are valued at the amount prepaid net of any trade discounts.

m) Cash at bank and in hand

Cash at bank and cash 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 of the deposit or similar account.

n) Creditors and provisions

Creditors and provisions are recognised where the Charity has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount after allowing for any trade discounts due.

o) Financial instruments

The Charity only has financial assets and financial liabilities of a kind that qualify as basic financial instruments; all such financial assets are current. Except for financing instruments, basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value. Financing instruments are initially recorded at the proceeds received net of direct issue costs and are subsequently measured at amortised cost, using the effective interest rate method.

p) Pensions

The Group provides a range of benefits to employees, including paid holiday arrangements and defined contribution pension plans.

Short term benefits, including compensation for loss of employment, holiday pay and other non-monetary benefits, are recognised as an expense in the period in which the service is received.

New and existing employees are automatically enrolled into a defined contribution pension scheme unless they have exercised their right to opt out of scheme membership.

The Group operates a defined contribution plan, whereby the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations. The contributions are recognised as an expense in the period to which they relate. Amounts not paid are shown in accruals in the statement of financial position. The assets of the plan are held separately from the Group in independently administered funds.

q)Taxation

The Charity's current trading activities are charitable and therefore, to the extent that any surpluses are applied to its charitable objects, the Charity is not liable to tax, and no provision is made for current or deferred tax by the Charity.

No provision is made for current or deferred tax on any profits arising in the year generated by the Charity's subsidiaries which are expected to be offset by the carry back of future donations to the Charity. The current tax charge recognised in the subsidiaries is based on the remaining taxable profit for the year. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Other than as described above, deferred tax is recognised in respect of all timing differences between taxable profits and the net movement in funds that have originated but not reversed at the balance sheet date. Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised.

Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

The Group receives Theatre Tax Relief which is surrendered, giving rise to tax payments to the Group. The arising credit is recognised in the year in which the related expenditure is incurred. The credit is recognised in charitable expenditure in the Consolidated Statement of Financial Activities.

r)Key judgments and sources of estimation uncertainty

The preparation of financial statements in conformity with generally accepted accounting practice requires management to make judgements and estimates that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities at the statement of financial position date and the reported amounts of revenues and expenses during the reporting period. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from those estimates.

In preparing the financial statements, the only judgements which had, or could have had, a material impact on the financial statements is the adoption of the going concern basis for the preparation of the financial statements (as explained above) and the assessment of whether a freehold property that is currently sublet should be classed as an investment property or, as is currently the case, not. If in future the property is reclassified as an investment property, it will need to be stated at its fair value rather than depreciated cost, which is likely to result in an increase in the reported net assets of the Group.

The only material estimate required is the estimated useful lives of assets and their residual values, which are described above. The carrying value of the assets is given in note 16.

2 Legal Status of the Charity

The Charity is a private company limited by guarantee and has no share capital. It is registered in England and its registered office is Theatre Royal Bath, Sawclose, Bath, BA1 1ET and its registered company number is 01416448. In the event of the Charity being wound up, the liability in respect of the guarantee is limited to £100 per member of the Charity.

3 Financial Performance of the Charity

The consolidated statement of financial activities includes the results of the Charity's wholly owned subsidiaries (see note 7).

The summary financial performance of the Charity alone is:

	2024 £'000s	2023 £'000s
Income	17,311	9,362
Donation from subsidiary companies	361	522
	<u>17,672</u>	<u>9,884</u>
Expenditure on charitable activities	<u>(16,264)</u>	<u>(9,177)</u>
Net income / (expenditure)	1,408	707
Total funds brought forward	8,773	8,066
Total funds carried forward	<u>10,181</u>	<u>8,773</u>
Represented by:		
Unrestricted income funds	8,761	7,356
Restricted income funds	1,420	1,417
	<u>10,181</u>	<u>8,773</u>

The consolidated income of £18,837k (2023: 14,499k) comprises the charity income above of £17,311k (2023: £9,362 k) plus the income of the subsidiaries of £6,922k (2023: £9,866k) (Note 7) less net inter-company trading adjustment of £5,396k (2023: £4,729k).

4 Income from charitable activities

	2024 Unrestricted Funds £'000s	2024 Restricted Funds £'000s	2024 Total Funds £'000s	2023 Total Funds £'000s
Main House & Ustinov Performances	11,600	0	11,600	8,276
The Egg - performance, engagement and outreach	580	9	589	493
Touring and West End Productions	5,845	0	5,845	4,719
Grant Income	5	138	143	380
	<u>18,030</u>	<u>147</u>	<u>18,177</u>	<u>13,868</u>

5 Income from donations and legacies

	2024 Unrestricted Funds £'000s	2024 Restricted Funds £'000s	2024 Total Funds £'000s	2023 Total Funds £'000s
Donations and Legacies				
Memberships	130	0	130	100
Donations	11	125	136	228
Legacies	0	0	0	2
	<u>141</u>	<u>125</u>	<u>266</u>	<u>330</u>

The Charity benefits greatly from the involvement and enthusiastic support of its volunteers, details of which are given in our annual report. In accordance with FRS 102 and the Charities SORP (FRS 102), the economic contribution of volunteers is not recognised in the financial statements.

6 Income from other trading activities

	2024	2023
	£'000s	£'000s
Other trading income	178	244
	<u>178</u>	<u>244</u>

All income from other trading activities is unrestricted in both 2024 and 2023. Of the income, £74 k (2023: £75k) is from rents and the balance from the provision of services.

7 Income from trading activities of subsidiaries

The Charity has four wholly owned trading subsidiaries all of which are incorporated in the UK and all of which have their registered office at Theatre Royal Bath, Sawclose, Bath BA1 1ET. The Theatre Royal Bath (Trading) Limited operates the bars within the Theatre, procures sponsorship for The Theatre Royal Bath and operates the 1805 Entertaining Suite. The Theatre Royal Bath Productions Limited generates and presents theatrical productions. The Theatre Royal Bath Enterprises Limited manages and runs theatrical productions for The Theatre Royal and for The Theatre Royal Bath Productions Limited. Roman Holiday Bath Limited operates the production Roman Holiday.

These companies donate their taxable profits and pay management charges to The Theatre Royal Bath Limited. Audited financial statements are filed with the Registrar of Companies. A summary of their trading results is shown below. In the consolidated statement of financial activities, the turnover of Theatre Royal Bath Productions is included in touring and west end productions income. Other income, after eliminating intra-group transactions, is included as income from other trading activities.

The summary financial performances of the subsidiaries are:

2024	TRB Productions £'000s	TRB Trading £'000s	TRB Enterprises £'000s	Roman Holiday Bath £'000s	Total £'000s
Turnover	5,523	655	1	743	6,922
Other Expenditure	(5,205)	(443)	0	(948)	(6,596)
Net profit/(loss)	318	212	1	(205)	326
Theatre tax relief	0	0	0	205	205
Management charges	(255)	(138)	0	0	(393)
Amount donated to the charity	(332)	(29)	0	0	(361)
Retained in subsidiary	(269)	45	1	0	(223)
2023	£'000s	£'000s	£'000s	£'000s	£'000s
Turnover	5,023	505	4,338	0	9,866
Other Expenditure	(4,473)	(194)	(4,886)	0	(9,553)
Net profit/(loss)	550	311	(548)	0	313
Theatre tax relief	0	0	548	0	548
Management charges	(227)	(306)	0	0	(533)
Amount donated to the charity	(494)	0	0	0	(494)
Retained in subsidiary	(171)	5	0	0	(166)

The management charges were paid to the Charity.

The assets and liabilities of the subsidiaries were:

	TRB Productions £'000s	TRB Trading £'000s	TRB Enterprises £'000s	Roman Holiday Bath £'000s	Total £'000s
2024					
Fixed assets	3	12	0	0	19
Current assets	1,063	116	0	11	1,190
Current liabilities	(1,017)	(49)	12	(11)	(1,065)
Total net assets	49	79	12	0	144
2023					
Fixed assets	3	16	0	0	19
Current assets	712	59	497	890	2,158
Current liabilities	(403)	(42)	(486)	(890)	(1,821)
Total net assets	313	34	11	0	357

8 Analysis of expenditure on charitable activities

	Main House & Ustinov £'000s	The Egg (performances, engagement and outreach) £'000s	Touring & West End Productions £'000s	Creative Fund £'000s	Total £'000s
2024					
Cost of productions	7,326	550	4,949	0	12,825
Education and outreach	0	178	0	0	178
Box office and front of house	1,035	62	0	0	1,097
Marketing	375	11	0	0	386
Building and stage	696	30	14	0	740
Amortisation and depreciation	247	0	3	0	250
Support costs (note 10)	1,213	381	445	0	2,039
Governance costs (note 10)	43	17	14	0	74
Total	10,935	1,229	5,425	0	17,589

	Main House & Ustinov £'000s	The Egg (performances, engagement and outreach) £'000s	Touring & West End Productions £'000s	Creative Fund £'000s	Total £'000s
2023					
Cost of productions	4,748	126	4,443	0	9,317
Education and outreach	0	537	0	0	537
Box office and front of house	872	50	0	0	922
Marketing	429	19	0	0	448
Building and stage	550	26	12	0	588
Amortisation and depreciation	174	39	3	0	216
Support costs (note 9)	1,100	346	348	0	1,794
Governance costs (note 9)	46	1	18	0	65
Total	7,919	1,144	4,824	0	13,887

Of the above expenditure, 269k was restricted (2023: 504k) and the balance unrestricted.

9 Analysis of governance and support costs

	General Support	Governance function	Total
	£'000s	£'000s	£'000s
2024			
Administrative costs	408	3	411
Administrative staff costs	1,631	14	1,645
Audit fees	0	40	40
Accountancy services	0	17	17
Legal and other professional fees	0	0	0
Total	2,039	74	2,113

	General Support	Governance function	Total
	£'000s	£'000s	£'000s
2023			
Administrative costs	485	0	485
Administrative staff costs	1,309	11	1,320
Audit fees	0	38	38
Accountancy services	0	15	15
Legal and other professional fees	0	1	1
Total	1,794	65	1,859

10 Net income / (expenditure) for the year

This is stated after charging:	2024	2023
	£'000s	£'000s
Amortisation of intangible fixed assets	6	0
Depreciation of tangible fixed assets	236	210
Auditor's remuneration		
-- Audit Fees	40	38
-- Tax compliance	17	15

11 Analysis of staff costs, trustee remuneration and expenses, and the cost of key management personnel

	2024	2023
	£'000s	£'000s
Staff Costs		
Salaries and wages	2,841	2,720
Social security costs	251	224
Pension costs	64	59
	3,156	3,003

Pension costs, comprising defined contribution payments, are included in administrative staff costs and are wholly charged to unrestricted funds.

The number of employees who received total employee benefits (excluding employer pension costs) of more than £60k is as follows:-

	2024	2023
	Number	Number
£'000		
60-70	0	1
70-80	2	0
80-90	1	1
210-220	0	1
290-300	1	0
	4	3

The Charity trustees were not paid nor received any other benefits from employment with the Charity or its subsidiaries in the year (2023: £nil) neither were they reimbursed expenses during the year (2023: £nil). No Charity trustee received payment for professional or other services supplied to the Charity (2023: £nil).

The key management personnel of the parent charity comprise the trustees, the Theatre Director, Finance Director, General Manager and Theatre Administrator. The total employee benefits of the key management personnel of the Charity were £532k (2023: £477k).

The key management personnel of the group are those of the Charity and the key management personnel of its wholly owned subsidiary Theatre Royal Bath Productions. The key management personnel of Theatre Royal Bath Productions Limited are the Board of Directors, the Finance Director, General Manager and Theatre Administrator whose employee benefits total £75k (2023: £0k). The employee benefits of key management personnel for the group was therefore £608k (2023: 477k).

The higher paid staff disclosures above are based on salary payments in the year which can include bonus payments relating in part to the preceding financial year.

12 Staff Numbers

The average monthly head count was 156 staff (2023: 156 staff)

	2024 Number	2023 Number
Fundraising	2	3
Production	49	56
Main House & Ustinov Front of House	52	45
Box Office	7	7
Marketing	3	3
Management	9	9
Administration	12	10
The Egg and Education	22	23
	<u>156</u>	<u>156</u>

13 Related party transactions

In 2023, the following transactions took place between the Charity and its wholly owned subsidiaries:

- Donations from the subsidiaries to the Parent Charity
- The payment of management charges

Details of these transactions are shown in note 7.

In addition, the Charity, on behalf of the Group, employs all staff. Recharges of salary costs to the subsidiaries were £750k (2023: £562k). In Year Ended May 2023, TRBE charged a commissioning fee for productions produced on behalf of TRB and TRBP which totalled £4,338k. In Year Ended May 2024, TRBP produced a number of plays on behalf of the TRB, TRBP was reimbursed costs of £4,968k for this work.

Balances due from and to the subsidiaries are shown in notes 18 and 19 respectively.

Jayne Davis, whom resigned from the board on 23rd March 2024, was Principal and Chief Executive of Bath College. The Charity has an Agreement with Bath College to deliver two Level 3 courses in Performing and Production Arts. The Service Level Agreement was originally agreed prior to Ms Davis joining the Board of Trustees, but has been renewed during her tenure. The Board is alert to any actual or perceived risk of conflict in this regard and appropriate risk management procedures will continue to be followed. During the period, Bath College were invoiced £228k (2023: £154k) of which £20k (2023: £19k) was outstanding at the year end.

Theatre Royal Bath Productions Limited produced a touring production of the play Farm Hall, written by Ms Katherine Moar, daughter of Theatre Director Danny Moar. The Board were aware of this relationship and were alert to the risk of conflict and appropriate risk management procedures were followed. Ms Moar was paid royalties of £9,579 for the use of her work. This production transferred to the West End in the following year.

From time to time, related parties purchase tickets for productions in the auditoria. The price of these tickets is the same as that available to the general public at the time.

14 Government Grants

In the year, the Charity received a grant from the Arts Council of £55k (2023: £26k) and also Culture Recovery Grants of £Nil (2023: £335k) from the Arts Council and the Department for Digital, Culture, Media and Sport (included within income from charitable activities - note 4).

Spend for these grants is recognised to match qualifying expenditure and any amounts unspent are held as restricted funds and accrued for as any unspent funds are returnable to the grant awarding body.

15 Intangible fixed assets - group and charity

	Software £'000s
Cost	
At beginning of year	49
Additions	10
At end of year	59
Amortisation	
At beginning of year	40
Additions	6
At end of year	46
Net book value	
At end of year	13
At beginning of year	9

16 Tangible fixed assets

Group	Long leasehold improvements £'000s	Freehold property & improvements £'000s	Motor vehicles £'000s	Equipment £'000s	Total £'000s
Cost					
At beginning of year	3,076	3,738	32	1,177	8,023
Additions	143	0	0	178	321
Disposals	0	0	(2)	(10)	(12)
At end of year	3,219	3,738	30	1,350	8,332
				1,345	
Depreciation					
At beginning of year	1,735	855	15	933	3,538
Additions	83	46	7	110	246
Disposals	0	0	0	(10)	(10)
At end of year	1,818	901	22	1,033	3,774
Net book value					
At end of year	1,401	2,837	8	317	4,558
At beginning of year	1,341	2,883	17	244	4,485

Charity	Long leasehold improvements £'000s	Freehold property & improvements £'000s	Motor vehicles £'000s	Equipment £'000s	Total £'000s
Cost					
At beginning of year	3,076	3,738	32	1,108	7,954
Additions	143	0	0	170	313
Disposals	0	0	(2)	(10)	(12)
At end of year	3,219	3,738	30	1,268	8,255
Depreciation					
At beginning of year	1,734	855	15	880	3,484
Additions	83	46	8	97	234
Disposals	0	0	0	(10)	(10)
At end of year	1,817	901	23	967	3,708
Net book value					
At end of year	1,402	2,837	7	301	4,547
At beginning of year	1,342	2,883	17	228	4,470

The original cost of the freehold property, which was not depreciated, is £1.4 million. The freehold property can only be sold with the consent of the Bath Theatre Trust, which is the freeholder of the main theatre, which the Charity leases from the Trust.

17 Investments

Charity	2024 £'000s	2023 £'000s
Shares at cost in group undertakings:		
At beginning and end of year - at cost	10	10

Details of consolidated subsidiary undertakings, which are all registered in England and Wales, as follows:

Subsidiary undertaking:	Principal activity	Class and percentage of shares held
Theatre Royal Bath (Trading) Limited - 02353880	Operation of the Theatre Bars, Procurement of sponsorship and operation of 1805 Suite	Ordinary 100%
Theatre Royal Bath Enterprises Limited - 01640869	Control and running of theatre productions	Ordinary 100%
Theatre Royal Bath Productions Limited - 03495565	Development of theatre productions	Ordinary 100%
Roman Holiday Bath Limited - 14444920	Production of a musical, Roman Holiday	Ordinary 100%
Joint Venture:		
Bugsy Malone UK Limited	Production of a UK Tour	Ordinary 50%

18 Debtors

	Group		Charity	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Trade debtors	276	694	266	184
Other debtors	1,192	1,517	1,124	270
Prepayments and accrued income	445	229	196	220
Amounts owed by group undertakings	0	0	0	1,395
	<u>1,913</u>	<u>2,440</u>	<u>1,586</u>	<u>2,069</u>

19 Creditors: amounts falling due within one year

	Note	Group		Charity	
		2024	2023	2024	2023
		£'000s	£'000s	£'000s	£'000s
Bank loan (see note 21)		200	200	200	200
Trade Creditors		701	316	408	202
Taxations and social security		139	308	133	330
Amounts owed to group undertakings		0	0	81	183
Short-term compensated absences (holiday pay)		87	75	87	75
Other creditors		215	1,127	18	47
Accruals		1,275	1,255	521	612
Advance ticket sales and other deferred income	20	1,873	2,270	1,873	2,269
		<u>4,490</u>	<u>5,551</u>	<u>3,321</u>	<u>3,918</u>

20 Deferred Income

Deferred income consists primarily of advance ticket sales and gift vouchers.

	Gift vouchers and other deferred income	Advance ticket sales	Total
	£'000s	£'000s	£'000s
Prior year			
At beginning of the prior year	122	1,352	1,474
Amount released to income	(122)	(1,352)	(1,474)
Amount deferred in year	114	2,156	2,270
Deferred income as at the year end	<u>114</u>	<u>2,156</u>	<u>2,270</u>
Current year			
At beginning of the prior year	114	2,156	2,270
Amount released to income	(114)	(2,156)	(2,270)
Amount deferred in year	120	1,753	1,873
Deferred income as at the year end	<u>120</u>	<u>1,753</u>	<u>1,873</u>

21 Creditors: amounts falling due after more than one year

	Group		Charity	
	2024	2022	2024	2023
	£'000s	£'000s	£'000s	£'000s
Bank loan	300	500	300	500
	<u>300</u>	<u>500</u>	<u>300</u>	<u>500</u>

The bank loan is secured by way of a fixed and floating charge over the assets of the Group. The loan is repayable in monthly instalments over a period of five years, commencing in December 2021 and bears interest at a margin of 2.75% per annum. The interest that arose in the first year was paid by the Government.

22 Analysis of charitable funds

Analysis of movement in unrestricted funds

	Balance 1 June 2023	Income	Expenditure	Transfers	Funds at 31 May 2024
	£'000s	£'000s	£'000s	£'000s	£'000s
2024					
General Fund	4,475	17,695	(16,194)	(3,585)	2,391
Designated production fund	640	347	(673)	250	564
Designated stability fund	150	0	0	0	150
Designated creative fund	52	0	0	0	52
Designated building levy	1,380	521	(513)	(231)	1,157
Designated building development fund	1,000	0	0	250	1,250
Designated fixed asset fund	0	0	0	3,316	3,316
Total	7,697	18,563	(17,380)	0	8,880
2023					
	£'000s	£'000s	£'000s	£'000s	£'000s
General Fund	4,439	13,458	(12,572)	(850)	4,475
Designated production fund	623	163	(546)	400	640
Designated stability fund	150	0	0	0	150
Designated creative fund	52	0	0	0	52
Designated building levy	1,088	417	(325)	200	1,380
Designated building development fund	750	0	0	250	1,000
Total	7,102	14,038	(13,443)	0	7,697

Details of unrestricted fund

Name of unrestricted fund

Description, nature and purposes of the fund

General Fund

The balance of unrestricted reserves after designations.

Designated funds

Production Fund

a) Designated production fund for own-house productions in the Main house, Ustinov and Egg auditoria.

Stability Fund

b) Designated stability fund to enable continuity in activities as a result of unforeseen circumstances.

Creative Fund

c) Designated creative fund to enable the Charity to offer grants to local arts organisations.

Building Levy

d) Designated building levy to cover the upkeep and running of the theatre building and its three auditoria.

Building Development Fund

e) Designated to enable future capital projects to enhance the building

Fixed Asset Fund

f) Designated to contain the carrying value of fixed assets held by the charity, unless otherwise restricted

Analysis of movement in restricted funds

	Balance 1 June 2023	Income	Expenditure	Transfers	Funds at 31 May 2024
	£'000s	£'000s	£'000s	£'000s	£'000s
2024					
Restoration reserve	0	2	(2)	0	0
The Egg reserve	76	4	(68)	0	12
Arts Council Culture Recovery Fund Grants	0	55	(55)	0	0
The Egg appeal reserve	1,252	1	(42)	0	1,211
Lifelong learning fund	14	89	(60)	0	43
2010 appeal reserve	0	1	(1)	0	0
Fixed asset reserve	0	0	0	0	0
Wonderfund	75	121	(42)	0	154
Total	1,417	273	(270)	0	1,420
2023					
	£'000s	£'000s	£'000s	£'000s	£'000s
Restoration reserve	0	2	(2)	0	0
The Egg reserve	66	31	(21)	0	76
Arts Council Culture Recovery Fund Grants	0	335	(335)	0	0
The Egg appeal reserve	1,297	1	(46)	0	1,252
Lifelong learning fund	33	2	(21)	0	14
2010 appeal reserve	0	1	(1)	0	0
Fixed asset reserve	0	0	0	0	0
Wonderfund	72	92	(89)	0	75
Total	1,468	464	(515)	0	1,417

Details of restricted funds

Name	Description, nature and purposes of the fund
Restoration reserve	The balance specifically for the renovation work for the Ustinov.
The Egg reserve	Funds received for the support of the Egg and its educational work including Arts Council grants that are not from the Culture Recovery Fund.
Arts Council Culture Recovery Fund	Arts Council Culture Recovery Fund Grants publically funded by the Department for Digital, Culture, Media and Sport.
The Egg appeal reserve	Funds raised for the development of the egg auditorium to provide a theatre specifically for children and young people.
Lifelong learning fund	Funds received for the support of educational work for adults.
2010 appeal reserve	The balance specifically for the renovation and development work to the Main House.
Fixed asset reserve	Funds donated towards the purchase of equipment.
Wonderfund	Funds raised to offer state school children free access to live performance.

24 Analysis of group net assets between funds

2024	General Fund	Designated funds	Restricted funds	Total
	£'000s	£'000s	£'000s	£'000s
Fixed Assets	3,128	231	1,212	4,571
Current assets	3,926	6,348	208	10,482
Current liabilities	(4,363)	(90)	0	(4,453)
Long term liabilities	(500)	0	0	(500)
Total	2,191	6,489	1,420	10,100

2023	General Fund	Designated funds	Restricted funds	Total
	£'000s	£'000s	£'000s	£'000s
Fixed Assets	3,114	129	1,252	4,495
Current assets	6,349	3,250	165	9,763
Current liabilities	(4,487)	(157)	0	(4,644)
Long term liabilities	(500)	0	0	(500)
Total	4,476	3,222	1,417	9,114

25 Reconciliation of net movement in funds to cash generated by / (used in) operations

	2024	2023
	£'000s	£'000s
Net movement in funds	1,186	543
Add back amortisation charge	6	0
Add back depreciation charge	246	214
Add back loss on disposal of fixed assets	0	0
Deduct interest income shown in investing activities	(216)	(57)
Movement in work in progress	26	(116)
Movement in debtors	527	(664)
Movement in creditors	(1,061)	681
Net cash generated/ (used in) operating activities	714	601

26 Financial instruments

	Group		Charity	
	2024	2023	2024	2023
	£'000s	£'000s	£'000s	£'000s
Financial assets which are debt instruments measured at amortised cost	595	789	344	1,670
Financial assets which are equity instruments measured at amortised cost	0	0	10	10
Financial liabilities measured at amortised cost	2,047	1,658	1,092	1,078

The risk from financial instruments primarily arises from cash at bank, where the Charity is exposed to credit risk. The Group is also exposed to credit risk from its trade debtors and the Charity is exposed to credit risk relating to its subsidiaries.

27 Operating leases

Income due under non-cancellable operating leases

Group and Charity	2024 £'000s	2023 £'000s
Due next year	64	64
Due in 2 to 5 years	256	256
Due after more than 5 years	437	501
	<u>757</u>	<u>821</u>

Under the terms of the leases, the rental income is subject to periodic review. The leases give the tenants no right of acquisition.

28 Consolidated Statement of Financial Activities - Prior Year

	Unrestricted Funds £'000s	Restricted Funds £'000s	Total Funds £'000s
Income from:			
Charitable activities	13,532	336	13,868
Donations and legacies:	203	127	330
Other trading activities	244	0	244
Investment income	57	0	57
Total income	<u>14,036</u>	<u>463</u>	<u>14,499</u>
Expenditure on:			
Cost of raising funds	(58)	(10)	(68)
Charitable activities	(13,383)	(504)	(13,887)
Total expenditure	<u>(13,441)</u>	<u>(514)</u>	<u>(13,955)</u>
Net income/(expenditure)	595	(51)	544
Funds transfer			0
Net movement in funds for the year	595	(51)	544
Reconciliation of funds			
Total funds brought forward	7,102	1,468	8,570
Total funds carried forward	<u>7,697</u>	<u>1,417</u>	<u>9,114</u>