

Company Registration No. 00077797

THE FOOTBALL ASSOCIATION LIMITED

Note to Shareholders from the Board

Supplementary note to the 31 December 2002 Report and Financial Statements

This supplementary note revises, in one respect, the financial statements of The Football Association Limited approved on 19 August 2003 and sent out to shareholders under cover of the notice dated 29 August 2003. This note is to be treated as forming part of those financial statements. The Board has determined that there is an error in the supporting analysis in an explanatory note on page 11 of the financial statements which it wishes to correct. Specifically, there was an error in the detailed analysis of Operating Expenses in Note 3 of the financial statements. In accordance with the Companies Act 1985 ("the Act"), the financial statements have been revised as at the date of the original financial statements and not as at the date of this revision.

The Act requires that where a supplementary note is issued, a revised auditors' report is issued, and this is attached.

Directors' Responsibilities

In addition to the directors' responsibilities described in the original financial statements, under section 245 of the Act the directors have authority to revise financial statements or a directors' report. The revised financial statements need to be amended in accordance with the Companies (Revision of Defective Accounts and Reports) Regulations 1990, and under the Regulations do not take account of events which have taken place after the date on which the original financial statements were approved. The Regulations require that the revised financial statements show a true and fair view as if they were prepared and approved by the directors as at the date of the original financial statements.

Statement of revision

The effect of the revision is to include the following note as a supplement to Note 3 in the original financial statements.

"The information disclosed in Note 3 (an analysis of Operating Expenses) of the original financial statements for the year ended 31 December 2002 included a line 'FA prize fund, pool & TV distribution'. This inclusion was a clerical error as this expense is a constituent element of Cost of Sales rather than Operating Expenses. The analysis of Operating Expenses in Note 3 of the financial statements has been revised such that the line 'FA prize fund, pool & TV distribution' has been deleted and 'Other operating expenses and grants payable' are disclosed as £63,831,000 (2001: £45,348,000) rather than £34,382,000 (2001: £34,231,000).

For the avoidance of doubt, the figures for Cost of Sales of £78,492,000 (2001: £57,083,000) and Operating Expenses of £96,381,000 (2001: £64,089,000) as included in the Consolidated Profit and Loss Account in the original financial statements do not change.



The revised version of the analysis of Operating Expenses in Note 3 of the financial statements is as follows:

	2002 £'000	2001 £'000
Amounts payable to The Football Foundation and The Football Stadium Improvement Fund	11,000	10,000
Amounts payable to The Football League	4,825	2,456
County FA distributions	14,125	3,711
Professional Footballers Association	2,300	2,300
Other distributions	488	640
Other operating expenses and grants payable	63,831	45,348
	<u>96,569</u>	<u>64,455</u>
Less : Grants released to profit and loss account	(188)	(366)
	<u>96,381</u>	<u>64,089</u>

This supplementary note was approved by the Board of Directors on 16 September 2003 and signed on its behalf by:


M Palios, Chief Executive


D G Richards, Director

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE FOOTBALL ASSOCIATION LIMITED

We have audited the revised financial statements of The Football Association Limited for the year ended 31 December 2002. The revised financial statements replace the original financial statements approved by the directors on 19 August 2003 and consist of the attached supplementary note, together with the original financial statements which were circulated to members on 29 August 2003.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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.

Respective responsibilities of directors and auditors

As described in the statement of directors' responsibilities, the directors are responsible for the preparation of financial statements, which are required to be prepared in accordance with applicable United Kingdom law and accounting standards. Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and auditing standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company and other members of the group is not disclosed.

We read the directors' report and the other information contained in the annual report for the above year as described in the contents section and consider whether it is consistent with the audited financial statements. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. We are also required to report whether in our opinion the original financial statements failed to comply with the requirements of the Companies Act 1985 in the respect identified by the directors.

Basis of opinions

We conducted our audit in accordance with United Kingdom auditing standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the circumstances of the company and group, consistently applied and adequately disclosed. The audit of revised financial statements includes the performance of additional procedures to assess whether the revisions made by the directors are appropriate and have been properly made.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the revised financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion, we also evaluated the overall adequacy of the presentation of information in the revised financial statements.

Opinions

In our opinion, the original financial statements for the year ended 31 December 2002 failed to comply with the requirements of the Companies Act 1985 in the respect identified by the directors in the supplementary note.

In our opinion, the revised financial statements give a true and fair view, seen as at the date the original financial statements were approved, of the state of affairs of the company and the group as at 31 December 2002 and of the profit of the group for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 as they have effect under the Companies (Revision of Defective Accounts and Report) Regulations 1990.

Deloitte & Touche

Deloitte & Touche LLP

Chartered Accountants and Registered Auditor

London

16 September 2003