ABBREVIATED ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2014





12/02/2015 COMPANIES HOUSE #328



Trusted Thinking

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STRATEGIC REPORT

FOR THE YEAR ENDED 31 MAY 2014

The directors present the strategic report and financial statements for the year ended 31 May 2014.

Review of the business

The financial year 2013/14 has continued to be challenging for Morecambe Football Club and a loss for the year of £445,465 (2013: £793,776) has been recorded.

Such losses are disappointing and in April 2013 management initiated a strategic review of the Club resulting in a 3 year plan which shows at least a break even position for the Club by the end of year 3. This will be achieved primarily by an initial reduction in costs and at the same time, where possible, the development of new income streams and maximisation current ones. The directors are committed to the achievement of this plan.

Financial risk management

The principal risks to the business are relegation from the Football League and the consequential loss of income this would cause, or if the Company were unable to secure sufficient finance from either the directors or other sources to continue funding the cash flow requirements. These and other risks are monitored by the Board on a regular basis.

Going concern

The company has traded at a loss during the year and has been reliant on the continued support of the directors, particularly Peter McGuigan (Chairman & majority shareholder) in providing loans to maintain the cash flow of the business. The directors have confirmed that they are prepared to continue to support the company financially and therefore consider it appropriate for the accounts to be prepared on the going concern basis.

By order of the board

Mr G A Howse

Secretary

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MAY 2014

The directors present their report and financial statements for the year ended 31 May 2014.

Principal activities

The principal activity of the company continued to be that of a professional football club.

Results and dividends

The results for the year are set out on page 5.

Future developments

The directors do not envisage any significant changes to the business in the immediate future.

Directors

The following directors have held office since 1 June 2013:

Mr P M Cross

Mr P McGuigan

Mr M Mace

Mr N Adams

Mr R H Taylor

Mr D R K Robinson

Mr M A W Dixon

Mr G A Howse

Mr J C Altham

Mr R C Altham

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Mr D Brockbank

Mr G Taylor
Mr C M Hinchcliffe

(Appointed 5 March 2014)

(Appointed 5 March 2014)

(Appointed 5 March 2014)

(Appointed 31 March 2014)

(Appointed 24 July 2014)

Auditor

The auditors, Moore and Smalley LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2014

Statement of directors' responsibilities

The directors are responsible for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditor

So far as the directors are aware, there is no relevant audit information of which the company's auditors is unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

By order of the board

Mr G A Howse

Secretary

INDEPENDENT AUDITORS' REPORT TO MORECAMBE FOOTBALL CLUB LIMITED UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts set out on pages 5 to 17, together with the financial statements of Morecambe Football Club Limited for the year ended 31 May 2014 prepared under section 396 of the Companies Act 2006.

This report is made solely to the company, in accordance with Chapter 10 of Part 15 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special auditors' 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, for our work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section.

Damian Walmsley (Senior Statutory Auditor) for and on behalf of Moore and Smalley LLP

Varion Walnules

Chartered Accountants

Statutory Auditor

Richard House 9 Winckley Square Preston

4/2/2015

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ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MAY 2014

	Notes	2014 £	2013 £
Turnover		2,518,108	2,417,759
Other operating income less cost of sale Administrative expenses	es	(2,512,210) (421,192)	(2,642,982) (541,132)
Operating loss	2	(415,294)	(766,355)
Other interest receivable and similar income Interest payable and similar charges	6	- (30,171)	472 (27,893)
Loss on ordinary activities before taxation		(445,465)	(793,776)
Tax on loss on ordinary activities	7		-
Loss for the year	15	(445,465)	(793,776)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

ABBREVIATED BALANCE SHEET

AS AT 31 MAY 2014

		20		20)13
	Notes	£	£	£	£
Fixed assets					
Tangible assets	8		7,932,122		8,005,723
Current assets					
Stocks	9	17,253		16,820	
Debtors	10	145,849		380,273	
Cash at bank and in hand		12,097		13,655	
Conditions and south to the south in	44	175,199		410,748	
Creditors: amounts falling due within one year	11	(836,688)		(1,124,002)	
Net current liabilities			(661,489)		(713,254)
Total assets less current liabilities			7,270,633		7,292,469
Creditors: amounts falling due after more than one year	12		(2,153,367)		(1,966,188)
Accruals and deferred income	13		(25,786)		(30,336)
			5,091,480		5,295,945
Capital and reserves					
Called up share capital	14		1,489,585		1,248,585
Share premium account	15		10,000		10,000
Profit and loss account	15		3,591,895		4,037,360
Shareholders' funds	16		5,091,480		5,295,945

These abbreviated accounts have been prepared in accordance with the special provisions in section 445(3) of the Companies Act 2006 relating to medium-sized companies.

Approved by the Board and authorised for issue on ...

Mr P McGuigan Director

Company Registration No. 00224792

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MAY 2014

	£	2014 £	£	2013 £
Net cash outflow from operating activities		(256,473)		(660,744)
Returns on investments and servicing of finance				
Interest received	_		472	
Interest paid	(30,171)		(27,893)	
Net cash outflow for returns on investments and servicing of finance		(30,171)		(27,421)
Capital expenditure				
Payments to acquire tangible assets	(16,804)		(43,664)	
Receipts from sales of tangible assets	-		860,000	
Net cash (outflow)/inflow for capital expenditure		(16,804)		816,336
Net cash (outflow)/inflow before management of liquid resources and financing		(303,448)		128,171
Financing				
Issue of ordinary share capital	241,000		-	
Other new long term loans	117,805		-	
Other new short term loans	20,000		217,965	
Repayment of other long term loans	(118,251)		(393,043)	
Repayment of other short term loans	(1,340)	•	(184,840)	
Capital element of hire purchase contracts	-		(2,516)	
(Decrease)/increase in debt	18,214		(362,434)	
Net cash inflow/(outflow) from financing		259,214		(362,434)
Decrease in cash in the year		(44,234)		(234,263)

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MAY 2014

1	1 Reconciliation of operating loss to net cash inflow from operating activities				2013
				£	£
	Operating loss			(415,294)	(766,355)
	Depreciation of tangible assets			90,405	98,019
	Amortisation of intangible assets			-	2,817
	Loss on disposal of tangible assets			-	158,237
	(Increase)/decrease in stocks			(433)	4,719
	Decrease/(increase) in debtors	•		234,424	(52,583)
	Decrease in creditors within one year			(161,025)	(98,598)
	Movement on grant provision			(4,550)	(7,000)
	Net cash outflow from operating activities	es		(256,473)	(660,744)
2	Analysis of net debt	1 June 2013	Cash flow	Other non-	31 May 2014
				changes	
		£	£	£	£
	Net cash:			•	
	Cash at bank and in hand	13,655	(1,558)	_	12,097
	Bank overdrafts	(246,037)	(42,676)	-	(288,713)
		(232,382)	(44,234)	-	(276,616)
	Debt:				
	Debts falling due within one year	(217,965)	(18,660)	187,625	(49,000)
	Debts falling due after one year	(1,966,188)	446	(187,625)	(2,153,367)
	•	· · · · · · · · · · · · · · · · · · ·			` <u></u>
		(2,184,153)	(18,214)		(2,202,367)
	Net debt	(2,416,535)	(62,448)		(2,478,983)
3	Reconciliation of net cash flow to mover	ment in net debt		2014 £	2013 £
	Decrease in cash in the year			(44,234)	(234,263)
	Cash (inflow)/outflow from (increase)/decre	ase in debt	•	(18,214)	362,434
	Movement in net debt in the year		•	(62,448)	128,171
	Opening net debt			(2,416,535)	(2,544,706)
	Closing net debt			(2,478,983)	(2,416,535)
					=

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2014

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

Going concern

In common with many football clubs, the ability to remain a going concern is dependent on the on-going support of its directors, the associated companies owned and controlled by its directors and its financiers.

The directors have formed a judgement, at the time of approving the financial statements, that there is a reasonable expectation that the company has adequate resources to continue in operational existence for a period of at least twelve months from the date of approving the accounts. For this reason the directors continue to adopt the going concern basis in preparing the financial statements.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

1.3 Turnover

Turnover represents income receivable, net of VAT, from football and related commercial activities. Sponsorship and similar income is recognised over the duration of the respective contracts. Gate and other match day revenues are recognised over the period of the football season as games are played. Other corporate and hospitality revenues are recognised at the time of the event.

1.4 Player contracts

Amortisation is calculated so as to write off the cost over the period of the contact.

1.5 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Freehold land No depreciation provided

Leasehold property 2% straight line

Plant and machinery 15% reducing balance

Motor vehicles 25% reducing balance

1.6 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.7 Stock

Stock is valued at the lower of cost and net realisable value.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2014

1 Accounting policies

(Continued)

1.8 Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exception:

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

1.9 Government grants

Grants are credited to deferred revenue. Grants towards capital expenditure are released to the profit and loss account over the expected useful life of the assets. Grants towards revenue expenditure are released to the profit and loss account as the related expenditure is incurred.

1.10 Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

2	Operating loss	2014	2013
		£	£
	Operating loss is stated after charging:		
	Amortisation of intangible assets	-	2,817
	Depreciation of tangible assets	90,405	98,019
	Loss on disposal of tangible assets	· -	158,237
	Auditors' remuneration (including expenses and benefits in kind)	7,000	6,120

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2014

	Number of employees The average monthly number of employees (including directors) during the year was:		
		2014 Number	2013 Number
		Number	Number
	Playing and management staff	26	27
	Other football related staff	25	15
	Shop staff Hospitality staff	1 17	1 20
	Support and administrative staff	7	7
		76	70
	Employment costs	2014 £	2013 £
	Wages and salaries	1,678,884	1,799,949
	Social security costs	145,731	159,926
		1,824,615	1,959,875
4	Directors' remuneration	2014 £	2013 £
	Remuneration for qualifying services	30,000	30,000
5	Investment income	2014	2013
		£	£
	Bank interest	-	472
		-	472
6	Interest payable	2014 £	2013 £
	On bank loans and overdrafts	30,171	27,893

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2014

Taxation	2014	2013
Total current tax	£	£
		
Factors affecting the tax charge for the year		•
Loss on ordinary activities before taxation	(445,465) ======	(793,776) ———
Loss on ordinary activities before taxation multiplied by standard rate of		
UK corporation tax of 20.00% (2013 - 20.00%)	(89,093)	(158,755)
Effects of:		
Non deductible expenses	9,983	3,047
Depreciation in excess of capital allowances	(23,973)	14,139
Chargeable disposals	•	351
Tax losses carried forward	103,083	141,218
	89,093	158,755
Current tax charge for the year		
· ···· · · · · · · · · · · · · · · · ·		

The company has estimated losses of £ 4,644,012 (2013 - £ 4,128,598) available for carry forward against future trading profits.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2014

8	Tangible fixed assets					
		Freehold land	Leasehold property	Plant and machinery	Motor vehicles	Total
		£	£	£	£	£
	Cost					
	At 1 June 2013	185,133	7,636,334	534,470	3,950	8,359,887
	Additions	-		16,804	-	16,804
	At 31 May 2014	185,133	7,636,334	551,274	3,950	8,376,691
	Depreciation					
	At 1 June 2013	-	124,428	226,227	3,509	354,164
	Charge for the year		44,025	46,236	144	90,405
	At 31 May 2014		168,453	272,463	3,653	444,569
	Net book value				<u></u>	
	At 31 May 2014	185,133	7,467,881	278,811	297	7,932,122
	At 31 May 2013	185,133	7,511,906	308,243	441	8,005,723
	•			-		

The directors do not consider the market value of the freehold land to be materially different from its net book value.

9	Stocks	2014 £	2013 £
	Finished goods and goods for resale	17,253	16,820
10	Debtors	2014 £	2013 £
	Trade debtors Other debtors Prepayments and accrued income	47,055 58,967 39,827	248,169 85,731 46,373
	· ·	145,849	380,273

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2014

11	Creditors: amounts falling due within one year	2014	2013
	· ·	£	£
	Bank loans and overdrafts	288,713	246,037
	Trade creditors	218,048	383,416
	Taxes and social security costs	80,500	77,090
	Other creditors	50,468	217,965
	Accruals and deferred income	198,959	199,494
		836,688	1,124,002

The bank overdraft of £288,713 (2013: £246,037) is secured by way of a fixed and floating charge over the leasehold and freehold land assets of the company.

Trade creditors include £6,328 (2013: £5,304) secured by way of a fixed and floating charge over the leasehold and freehold land assets of the company.

Other creditors include £12,000 (2013: £nil) secured by way of a fixed and floating charge over property and assets of the company.

12	Creditors: amounts falling due after more than one year	2014 £	2013 £
	Other loans	2,153,367	1,966,188
		·	
	Analysis of loans		
	Wholly repayable within five years	2,202,367	2,184,153
		2,202,367	2,184,153
	Included in current liabilities	(49,000)	(217,965)
		2,153,367	1,966,188
		 .	
	Loan maturity analysis		
	In more than one year but not more than two years	14,400	217,965
	In more than two years but not more than five years	43,200	-
	In more than five years	2,095,767	1,966,188

Other loans falling due after more than one year include £2,139,367 (2013: £nil) secured by way of a fixed and floating charge over property and assets of the company.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2014

13 Accruals and deferred income

			Government grants
	Balance at 1 June 2013		30,336
	Amortisation in the year		(4,550)
	Balance at 31 May 2014		25,786
14	Share capital	2014	2013
		£	£
	Allotted, called up and fully paid		
	1,433,404 Ordinary of £1 each	1,433,404	1,192,404
	56,181 Ordinary 'A' of £1 each	56,181	56,181
		1,489,585	1,248,585
			=======================================

During the year the company issued 241,000 Ordinary shares of £1 each. The consideration received amounted to £241,000.

15 Statement of movements on reserves

15	Statement of movements on reserves	Share premium account £	Profit and loss account £
	Balance at 1 June 2013 Loss for the year	10,000	4,037,360 (445,465)
	Balance at 31 May 2014	10,000	3,591,895
16	Reconciliation of movements in shareholders' funds	2014 £	2013 £
	Loss for the financial year Proceeds from issue of shares	(445,465) 241,000	(793,776) -
	Net depletion in shareholders' funds Opening shareholders' funds	(204,465) 5,295,945	(793,776) 6,089,721
	Closing shareholders' funds	5,091,480	5,295,945 ======

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2014

17 Financial commitments

At 31 May 2014 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 May 2015:

	Other	
•	2014	2013 £
	£	
Operating leases which expire:		
Within one year	-	3,953
Between two and five years	-	7,017
		
	-	10,970
	· ———	

18 Related party relationships and transactions

The company was controlled by the board of directors in the current and prior year.

P M Cross was a director of Morecambe Bay Wines and Spirits Co. Limited. During the year the company purchased goods and services from Morecambe Bay Wines and Spirits Limited for £nil (2013: £80,161) and received income from them of £nil (2012: £43,090). At the year end creditors include £nil (2013: £73,908) payable to Morecambe Bay Wines and Spirits Co. Limited and debtors include £nil (2013: £65,875) due from this company.

During the year Mr P McGuigan and Mr M Dixon were directors and shareholders of PMG Global Limited. Over the course of the year the club made sales of £5,188 (2013: £3,844) to PMG Global Limited, also the company financed expenditure on behalf of the club totalling £nil (2013: £24,095). At the year end the club was owed £2,135 (2013: £nil) by PMG Global Limited, and had an amount due to PMG Global Limited of £22,221 (2013: £22,221).

During the year Mr P McGuigan was a director and the majority shareholder of PMG Leisure Limited. Over the course of the year the club financed expenditure on behalf of the company totalling £nil (2013: £26,551) and made purchases from the company of £8,000 (2013: £18,000). At the year end the club was owed £nil (2013: £23,435) by PMG Leisure Limited.

During the year Mr N Adams was a director and the majority shareholder of Omega Holidays Group Plc. Over the course of the year the club made sales of £15,551 (2013: £5,671) to Omega Holidays Group Plc, and also made purchases of £nil (2013: £2,320) from the company. At the year end the club owed £nil (2013: £2,320) to Omega Holidays Group Plc.

During the year Mr R Taylor was a director and shareholder of Thornton Lodge Care Limited. Over the course of the year the club made sales of £3,995 (2013: £4,030) to the company. At the year end the club was owed £765 (2013: £2,559) by Thornton Lodge Care Limited.

During the year Mr D Robinson was a director and shareholder of Lancastrian Estates Limited. Over the course of the year the club made sales of £2,713 (2013: £3,826) to the company. At the year end the club owed £2,960 (2013: £7,330) to Lancastrian Estates Limited.

During the year Mr D Robinson was a director and shareholder of Coach House Developments (Lancaster) Limited. Over the course of the year the club made sales of £2,227 (2013: £671) to the company. At the year end the club was owed £579 (2013: the club owed £100) by Coach House Developments (Lancaster) Limited.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MAY 2014

18 Related party relationships and transactions

(Continued)

During the year Mr G Howse was a partner of Colman, Whittaker and Roscow. Over the course of the year the club made sales of £1,570 (2013: £1,951) to the partnership, and purchases of £nil (2013: £563) from the partnership. At the year end the club was owed £210 (2013: the club owed £196) by Colman, Whittaker and Roscow.

During the year Mr J Altham and Mr R Altham were directors of Althams Catering Butchers Limited. Over the course of the year the club made sales of £22,443 and purchases of £33,194 with the company. At the year end the company was owed £1,289 by Althams Catering Butchers Limited. The club also owed Althams Catering Butchers Limited £4,074.

During the year the club made sales of £10,456 (2013: £9,360) to the directors, and paid expenses of £3,438 (2013: £2,817) to the directors. At the year end the club was owed £4,119 by the directors (2013: the club owed the directors £9,004).

All of the above transactions were on normal commercial terms.

During the year the directors advanced funds to the club totalling £117,805 (2013: 100,130) and made withdrawals of £98,251 (2013: £66,173). At the year end the company owed the directors £1,985,742. No interest was charged on these loans during the year.

During the previous year land with a net book value of £208,556 was sold to Omega Holidays Group Plc for a consideration of £202,079. This transaction was undertaken in order to inject cash into the Club following a cash shortfall. As part of the agreement this land will be sold on by Omega Holidays Group Plc and the additional proceeds generated (net of any costs) will be transferred to the Club. It is expected that the full market value of this land will be realised.

Also during the previous year, land with a net book value of £254,278 was sold to an LLP, which was under the control of two directors at the time of the transaction, Mr N Adams and Mr G Hodgson, for a consideration of £210,000. As part of the agreement this land will be sold on by the LLP and the additional proceeds generated (net of any costs) will be transferred to the Club. It is expected that the full market value of this land will be realised.

At the year end three of the directors offered personal guarantees totalling £274,500 (2013: £274,500) as security over the overdraft.