

REGISTERED NUMBER: 3139409 (England and Wales)

ABBREVIATED FINANCIAL STATEMENTS  
FOR THE PERIOD 19 DECEMBER 1995 TO 31 MAY 1997  
FOR  
NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED



**NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

**INDEX TO THE FINANCIAL STATEMENTS  
for the Period 19 December 1995 to 31 May 1997**

	<b>Page</b>
<b>Company Information</b>	<b>1</b>
<b>Report of the Directors</b>	<b>2</b>
<b>Report of the Auditors on the Abbreviated Financial Statements</b>	<b>4</b>
<b>Abbreviated Profit and Loss Account</b>	<b>5</b>
<b>Abbreviated Balance Sheet</b>	<b>6</b>
<b>Cash Flow Statement</b>	<b>7</b>
<b>Notes to the Cash Flow Statement</b>	<b>8</b>
<b>Notes to the Abbreviated Financial Statements</b>	<b>10</b>

**NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

**COMPANY INFORMATION**  
**for the Period 19 December 1995 to 31 May 1997**

**DIRECTORS:**

K L Barwell  
M C Owen  
A C Hewitt  
I R McGeechan  
S D M Bernau  
M A L Holmes  
R Horwood

**SECRETARY:**

Geoffrey Robert Allen

**REGISTERED OFFICE:**

Sturtridge Pavilion  
Franklin's Gardens  
Weedon Road  
Northampton  
NN5 5BG

**REGISTERED NUMBER:**

3139409 (England and Wales)

**AUDITORS:**

F.E. HAWKES & CO.  
Registered Auditors  
'Danesbury House'  
49 Cardiff Road  
Luton  
Bedfordshire  
LU1 1PP

# **NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

## **REPORT OF THE DIRECTORS for the Period 19 December 1995 to 31 May 1997**

The directors present their report with the financial statements of the company for the period 19 December 1995 to 31 May 1997.

### **INCORPORATION AND TRADING**

The company was incorporated on the 19 December 1995. On the 12 February 1996, the company acquired the business as a going concern from the Northampton Football Club the consideration being the allotment of 500,000 ordinary shares of £1 each in the company.

### **PRINCIPAL ACTIVITY**

The principal activity of the company in the period under review was that of promoting the playing and furtherance of rugby football.

### **REVIEW OF BUSINESS**

The results for the period and financial position of the company are as shown in the annexed financial statements.

### **DIVIDENDS**

No dividends will be distributed for the period ended 31 May 1997.

### **FIXED ASSETS**

Movements in fixed assets are as summarised in notes 8 and 9 to the financial statements.

### **DIRECTORS AND SHAREHOLDINGS**

The directors during the period under review were:

K L Barwell	- appointed 12.2.96
M C Owen	- appointed 12.2.96
A C Hewitt	- appointed 12.2.96
I R McGeechan	- appointed 12.2.96
S D M Bernau	- appointed 12.2.96
M A L Holmes	- appointed 19.12.95
R Horwood	- appointed 19.12.95

The beneficial interests of the directors holding office on 31 May 1997 in the issued share capital of the company were as follows:

	<b>31.5.97</b>	<b>at date of appointment</b>
<b>Ordinary £1 shares</b>		
K L Barwell and family	1,000,001	1,000,001
M C Owen	-	-
A C Hewitt	-	-
I R McGeechan	-	-
S D M Bernau	-	-
M A L Holmes	-	-
R Horwood	-	-

At the first Annual General Meeting, all the directors retired from office and being eligible offered themselves for re-election.

### **POLITICAL AND CHARITABLE DONATIONS**

During the period the company made no political contributions or charitable donations.

**NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

**REPORT OF THE DIRECTORS**  
**for the Period 19 December 1995 to 31 May 1997**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to

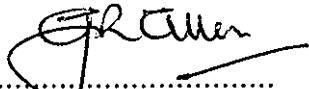
- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

**AUDITORS**

The auditors, F.E. HAWKES & CO., will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

**ON BEHALF OF THE BOARD:**



.....  
Geoffrey Robert Allen - SECRETARY

Dated: 10th November 1997

**NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

**REPORT OF THE AUDITORS TO  
NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED  
UNDER SECTION 247B OF THE COMPANIES ACT 1985**

We have examined the abbreviated financial statements on pages five to sixteen, together with the full financial statements of the company for the period ended 31 May 1997 prepared under Section 226 of the Companies Act 1985.

**Respective responsibilities of directors and auditors**

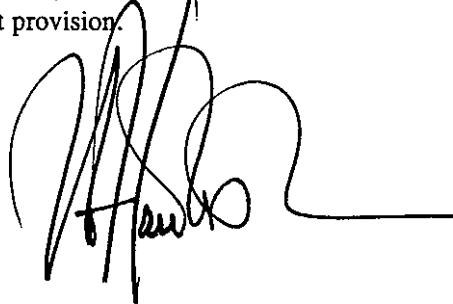
The directors are responsible for preparing the abbreviated financial statements in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated financial statements prepared in accordance with Section 246A(3) of the Act to the Registrar of Companies and whether the financial statements to be delivered are properly prepared in accordance with that provision and to report our opinion to you.

**Basis of opinion**

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 financial statements and that the abbreviated financial statements to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements.

**Opinion**

In our opinion the company is entitled to deliver abbreviated financial statements prepared in accordance with Section 246A(3) of the Companies Act 1985, and the abbreviated financial statements on pages five to sixteen are properly prepared in accordance with that provision.



F.E. HAWKES & CO.  
Registered Auditors  
'Danesbury House'  
49 Cardiff Road  
Luton  
Bedfordshire  
LU1 1PP

Dated: 13 November 1997

**NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

**ABBREVIATED PROFIT AND LOSS ACCOUNT**  
**for the Period 19 December 1995 to 31 May 1997**

	Notes	£
<b>GROSS PROFIT</b>		728,521
Administrative expenses		1,285,334
<b>OPERATING LOSS</b>	4	(556,813)
Interest payable and similar charges	5	11,428
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		(568,241)
Tax on loss on ordinary activities	6	-
<b>LOSS FOR THE FINANCIAL PERIOD AFTER TAXATION</b>		(568,241)
<b>DEFICIT CARRIED FORWARD</b>		<u>£(568,241)</u>

**CONTINUING OPERATIONS**

- None of the company's activities were acquired or discontinued during the current period.

**TOTAL RECOGNISED GAINS AND LOSSES**

- The company has no recognised gains or losses other than the loss for the current period.

# NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED

## ABBREVIATED BALANCE SHEET

31 May 1997

	Notes	£
<b>FIXED ASSETS:</b>		
Intangible assets	7	121,257
Tangible assets	8	1,052,452
		<u>1,173,709</u>
 <b>CURRENT ASSETS:</b>		
Stocks	9	38,377
Debtors	10	638,508
Cash at bank and in hand		283,809
		<u>960,694</u>
<b>CREDITORS: Amounts falling due within one year</b>	11	<u>1,008,143</u>
 <b>NET CURRENT LIABILITIES:</b>		<u>(47,449)</u>
 <b>TOTAL ASSETS LESS CURRENT LIABILITIES:</b>		1,126,260
 <b>CREDITORS: Amounts falling due after more than one year</b>	12	194,500
		<u>£931,760</u>
 <b>CAPITAL AND RESERVES:</b>		
Called up share capital	16	1,500,001
Profit and loss account		(568,241)
		<u>£931,760</u>
Shareholders' funds	18	<u>£931,760</u>

These abbreviated financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

**ON BEHALF OF THE BOARD:**

.....  
- DIRECTOR

.....  
- DIRECTOR

Approved by the Board on 10th November 1997

The notes form part of these financial statements



**NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

**CASH FLOW STATEMENT**  
for the Period 19 December 1995 to 31 May 1997

	Notes	£	£
Net cash outflow from operating activities	1		(314,853)
Returns on investments and servicing of finance	2		(11,428)
Taxation			(910)
Capital expenditure	2		(1,242,870)
Acquisitions and disposals	2		<u>500,000</u>
			(1,070,061)
Financing	2		<u>1,232,501</u>
Increase in cash in the period			<u><u>£162,440</u></u>

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Reconciliation of net cash flow  
to movement in net debt

3

Increase in cash in the period

162,440

Change in net debt resulting  
from cash flows

162,440

Movement in net debt in the period

162,440

Net funds at 31 May 1997

£162,440

The notes form part of these financial statements

**NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

**NOTES TO THE CASH FLOW STATEMENT**  
for the Period 19 December 1995 to 31 May 1997

**1. RECONCILIATION OF OPERATING LOSS TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES**

	Continuing £	Discontinued £	Total £
Operating loss	(556,813)	-	(556,813)
Depreciation charges	69,161	-	69,161
Increase in stocks	(38,377)	-	(38,377)
Increase in debtors	(637,598)	-	(637,598)
Increase in creditors	<u>848,774</u>	<u>-</u>	<u>848,774</u>
Net cash outflow from continuing operating activities	(314,853)		
Net cash inflow from discontinued operating activities	<u>-</u>	<u>-</u>	<u>-</u>
Net cash outflow from operating activities			<u>(314,853)</u>

**2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT**

	£
<b>Returns on investments and servicing of finance</b>	
Interest paid	<u>(11,428)</u>
Net cash outflow for returns on investments and servicing of finance	<u>(11,428)</u>
<b>Capital expenditure</b>	
Purchase of intangible fixed assets	(121,257)
Purchase of tangible fixed assets	<u>(1,121,613)</u>
Net cash outflow for capital expenditure	<u>(1,242,870)</u>
<b>Acquisitions and disposals</b>	
Purchase of business of Northampton Football Club	<u>500,000</u>
Net cash inflow for acquisitions and disposals	<u>500,000</u>
<b>Financing</b>	
New loan taken out in year	232,500
Cash receipt re share issue	<u>1,000,001</u>
Net cash inflow from financing	<u>1,232,501</u>

The notes form part of these financial statements

# NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED

## NOTES TO THE CASH FLOW STATEMENT for the Period 19 December 1995 to 31 May 1997

### 3. ANALYSIS OF CHANGES IN NET DEBT

	At 19.12.95 £	Cash flow £	At 31.5.97 £
Net cash:			
Cash at bank and in hand	-	283,809	283,809
Bank overdraft	<u>-</u>	<u>(121,369)</u>	<u>(121,369)</u>
	<u>-</u>	<u>162,440</u>	<u>162,440</u>
 Total	 <u>-</u>	 <u>162,440</u>	 <u>162,440</u>
 Analysed in Balance Sheet			
 Cash at bank and in hand	 -		283,809
Bank overdraft	<u>-</u>		<u>(121,369)</u>
	<u>-</u>		<u>162,440</u>

### 4. ACQUISITIONS

Purchase of business of Northampton Football Club

	£
Net assets acquired	
Tangible fixed assets	639,634
Stock	28,929
Debtors	138,118
Cash at bank & in hand	64,650
Creditors	(215,835)
Loans	<u>(276,753)</u>
	378,743
 Goodwill	 <u>121,257</u>
	<u>500,000</u>

Satisfied by:

Shares allotted & issued as fully paid : 500,000 ordinary shares of £1 each

The notes form part of these financial statements

# **NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS for the Period 19 December 1995 to 31 May 1997**

### **1. ACCOUNTING POLICIES**

#### **Accounting convention**

The financial statements have been prepared under the historical cost convention.

#### **Turnover**

Turnover represents the total amounts receivable in the ordinary course of business, excluding value added tax.

#### **Goodwill**

Goodwill being the surplus arising from the acquisition of the net assets of the Northampton Football Club on the 12 February 1996 is not being amortised.

#### **Freehold property and improvements**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Freehold property & improvements	- 1% on cost
Leasehold property	- over the remaining term of the lease
Stand & ground improvements	- 20% on reducing balance
Furniture, fixtures, fittings & equipment	- 20% on reducing balance

In respect of freehold property and improvements, on assets taken over from the Northampton Football Club depreciation is provided on the original costs of the assets. No depreciation is provided on work in progress on freehold improvements.

#### **Stocks**

Stock is valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

#### **Deferred taxation**

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the directors, there is reasonable probability that the liability will not arise in the foreseeable future.

#### **Hire purchase and leasing commitments**

Rentals paid under operating leases are charged to the profit and loss account as incurred.

#### **Pensions**

The company operates a defined contribution pension scheme. Contributions payable for the period are charged in the profit and loss account.

#### **Relinquishment of amateur status**

Relinquishment of amateur status payments to players are written off in the accounts in the period in which the payment is made.

#### **Transfer fees and retainers**

Transfer fees and retainers payable are debited to profit and loss account in the period in which the payment is made.

**NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS**

for the Period 19 December 1995 to 31 May 1997

**1. ACCOUNTING POLICIES - continued**

**Grants**

Capital grants received in respect of assets have been credited to profit and loss account on receipt.

**Players' contracts**

Players' contracts have not been valued for the purposes of the balance sheet.

**2. ANALYSIS OF OPERATIONS**

	Continuing	1997 Acquisitions	Total
	£	£	£
Cost of sales	<u>-</u>	<u>1,910,174</u>	<u>1,910,174</u>
Gross profit	<u>-</u>	<u>35,948</u>	<u>35,948</u>
Net operating expenses:			
Administrative expenses	-	1,285,334	1,285,334
Other operating income	<u>-</u>	<u>(692,573)</u>	<u>(692,573)</u>
	<u>-</u>	<u>592,761</u>	<u>592,761</u>

**3. STAFF COSTS**

	£
Wages and salaries	944,560
Social security costs	73,643
Other pension costs	<u>5,100</u>
	<u>1,023,303</u>

The average monthly number of employees during the period was as follows:

Sports & Rugby Players	98
Bars & Catering	34
Administration & Commercial	<u>70</u>
	<u>202</u>

# NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS for the Period 19 December 1995 to 31 May 1997

### 4. OPERATING LOSS

The operating loss is stated after charging:

	£
Vehicle lease & contract hire	46,548
Depreciation - owned assets	69,161
Auditors' remuneration	5,000
	<u>          </u>
Directors' emoluments	75,864
	<u>          </u>

### 5. INTEREST PAYABLE AND SIMILAR CHARGES

	£
Bank interest	225
Bank loan interest	11,203
	<u>          </u>
	11,428
	<u>          </u>

### 6. TAXATION

No liability to UK Corporation tax arose on ordinary activities for the period.

### 7. INTANGIBLE FIXED ASSETS

	<u>Goodwill</u>
	£
<b>COST:</b>	
Additions	121,257
	<u>          </u>
At 31 May 1997	121,257
	<u>          </u>
<b>NET BOOK VALUE:</b>	
At 31 May 1997	121,257
	<u>          </u>

**NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS**  
for the Period 19 December 1995 to 31 May 1997

**8. TANGIBLE FIXED ASSETS**

	<u>Totals</u>	<u>Freehold property &amp; improvements</u>	<u>Leasehold property</u>	<u>Stand &amp; ground improvements</u>	<u>Furniture, fixtures, fittings &amp; equipment</u>
	£	£	£	£	£
<b>COST:</b>					
Additions	<u>1,121,613</u>	<u>817,712</u>	<u>3,076</u>	<u>83,978</u>	<u>216,847</u>
At 31 May 1997	<u>1,121,613</u>	<u>817,712</u>	<u>3,076</u>	<u>83,978</u>	<u>216,847</u>
<b>DEPRECIATION:</b>					
Charge for period	<u>69,161</u>	<u>17,327</u>	<u>180</u>	<u>17,880</u>	<u>33,774</u>
At 31 May 1997	<u>69,161</u>	<u>17,327</u>	<u>180</u>	<u>17,880</u>	<u>33,774</u>
<b>NET BOOK VALUE:</b>					
At 31 May 1997	<u>1,052,452</u>	<u>800,385</u>	<u>2,896</u>	<u>66,098</u>	<u>183,073</u>

**9. STOCKS**

Brochures, bar and shop stock	£ <u>38,377</u>
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**10. DEBTORS: AMOUNTS FALLING  
DUE WITHIN ONE YEAR**

	£
Trade debtors	254,669
Accrued income	159,229
Sundry debtors	223,700
Tax recoverable	<u>910</u>
	<u>638,508</u>

**11. CREDITORS: AMOUNTS FALLING  
DUE WITHIN ONE YEAR**

	£
Bank loans and overdrafts (see note 13)	121,369
Northampton Borough Council (see note 13)	20,000
Brewery loan (see note 13)	18,000
Trade creditors	179,921
Other creditors	82,999
Deferred income	270,682
Social security & other taxes	51,229
Accrued expenses	<u>263,943</u>
	<u>1,008,143</u>

# NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS for the Period 19 December 1995 to 31 May 1997

### 12. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	£
Northampton Borough Council (see note 13)	100,000
Brewery loan (see note 13)	<u>94,500</u>
	<u>194,500</u>

### 13. LOANS AND OVERDRAFTS

An analysis of the maturity of loans and overdrafts is given below:

	£
Amounts falling due within one year or on demand:	
Bank overdrafts	121,369
Northampton Borough Council	20,000
Brewery loan	<u>18,000</u>
	<u>159,369</u>

Amounts falling due between one and two years:

Northampton Borough Council	50,000
Brewery loan	<u>72,000</u>
	<u>122,000</u>

Amounts falling due in more than five years:

Repayable by instalments	
Northampton Borough Council	50,000
Brewery loan	<u>22,500</u>
	<u>72,500</u>

The loans from Northampton Borough Council are interest free and repayable as follows:

- i. the loan made on the 5 November 1991 is repayable by annual instalments of £10,000.
- ii. the loan made on the 22 June 1994 is repayable over a 10 year period, with annual instalments of £10,000 which should have commenced from the 1 May 1997.

The Brewery loan is repayable over 10 years with annual instalments of £18,000 and interest is charged at 1% over base lending rate.



# NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED

## NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS for the Period 19 December 1995 to 31 May 1997

### 14. OBLIGATIONS UNDER LEASING AGREEMENTS

The following payments are committed to be paid within one year:

	Operating leases	
	Land and buildings £	Other £
Expiring:		
Within one year	11,150	14,727
Between one and five years	-	18,882
	<u>11,150</u>	<u>33,609</u>

### 15. SECURED DEBTS

The Brewery loan is secured by a debenture with a fixed and floating charge over all assets of the company and its undertaking.

### 16. CALLED UP SHARE CAPITAL

Authorised:			
Number:	Class:	Nominal value:	£
2,000,000	Ordinary	£1	<u>2,000,000</u>
Allotted, issued and fully paid:			
Number:	Class:	Nominal value:	£
1,500,001	Ordinary	£1	<u>1,500,001</u>

### 17. CAPITAL COMMITMENTS

Contracted but not provided for in the financial statements	£
	<u>407,312</u>

Progress payments of £110,529 have been made on the contracted capital commitments to the balance sheet date.

**NORTHAMPTON RUGBY FOOTBALL CLUB LIMITED**

**NOTES TO THE ABBREVIATED FINANCIAL STATEMENTS**  
**for the Period 19 December 1995 to 31 May 1997**

**18. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

	£
Loss for the financial period	(568,241)
Shares issued	1,500,001
	<hr/>
<b>NET ADDITION TO SHAREHOLDERS' FUNDS</b>	<b>931,760</b>
	<hr/>
<b>CLOSING SHAREHOLDERS' FUNDS</b>	<b>931,760</b>
	<hr/> <hr/>
Equity interests	931,760
	<hr/> <hr/>