

3716020

FIROKA (OXFORD UNITED STADIUM) LIMITED

ANNUAL REPORT

YEAR ENDED 3 JULY 2003

PKF



FIROKA (OXFORD UNITED STADIUM) LIMITED
(Registered Number 03716040)
ANNUAL REPORT
YEAR ENDED 3 JULY 2003

CONTENTS

DIRECTORS, OFFICERS AND REGISTERED OFFICE	1
DIRECTORS' REPORT	2
STATEMENT OF DIRECTORS' RESPONSIBILITIES	3
INDEPENDENT AUDITORS' REPORT	4
PROFIT AND LOSS ACCOUNT	5
BALANCE SHEET	6
NOTES TO THE FINANCIAL STATEMENTS	7

FIROKA (OXFORD UNITED STADIUM) LIMITED
DIRECTORS, OFFICERS AND REGISTERED OFFICE

DIRECTORS

F A Kassam
A Lowry
A D Tawakley

SECRETARY

A Lowry

AUDITORS

PKF
New Garden House
78 Hatton Garden
London EC1N 8JA

REGISTERED OFFICE

1 Kings Cross Road
London
WC1X 9HX

**FIROKA (OXFORD UNITED STADIUM) LIMITED
DIRECTORS' REPORT**

The directors present their report for the year ended 3 July 2003.

PRINCIPAL ACTIVITY

The principal activities of the company are the operation of a stadium and a conference and exhibition centre.

RESULTS AND REVIEW OF THE BUSINESS

The company achieved a turnover of £1.925m (2002: £1.310m) with an operating profit before interest and taxes of £0.533m (2002: £0.215m). The profit after interest and taxes was £0.217m (2002: £0.139m).

The directors look forward to building upon and increasing the business in the coming year.

DIRECTORS

The directors holding office during the year were as follows:

F A Kassam
A Lowry
A D Tawakley

Mr Kassam controls the entire share capital of the ultimate holding company, Firoka (London Park) Limited.

AUDITORS

PKF is eligible for re-appointment as auditor to the company and a resolution proposing its re-appointment will be proposed at the AGM.

BY ORDER OF THE BOARD

28th November 2003



A LOWRY
Secretary

FIROKA (OXFORD UNITED STADIUM) LIMITED
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 as at the end of the financial year 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 judgements 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 enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the group and hence for taking reasonable steps for the *prevention and detection of fraud and other irregularities*.

The directors are responsible for ensuring that the directors' report and other information included in the financial statements is prepared in accordance with company law in the United Kingdom.

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF
FIROKA (OXFORD UNITED STADIUM) LIMITED**

We have audited the financial statements of Firoka (Oxford United Stadium) Limited for the year ended 3 July 2003 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

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

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom 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 is not disclosed.

We read other information contained in the Annual Report and consider whether it is consistent with the audited financial statements. This other information comprises only the Directors' Report. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

Basis of audit opinion

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 company's circumstances, consistently applied and adequately disclosed.

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 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 financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 3 July 2003 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

London
United Kingdom

PKF

PKF
Registered Auditors

4 December 2003

FIROKA (OXFORD UNITED STADIUM) LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 3 JULY 2003

	<u>Notes</u>	<u>2003</u> £	<u>2002</u> £
Turnover	2	1,925,421	1,309,751
Cost of sales		(585,830)	(390,283)
		<hr/> 1,339,591	<hr/> 919,468
Administrative expenses		(915,385)	(809,074)
Other operating income	3	108,410	104,600
		<hr/>	<hr/>
Operating profit	4	532,616	214,994
Interest receivable and similar income		23,533	12,108
Interest payable and similar charges	5	(362,680)	(16,642)
		<hr/>	<hr/>
Profit for the financial year before tax		193,469	210,460
Tax on profit on ordinary activities	7	23,588	(71,014)
		<hr/>	<hr/>
Retained profit for the year		<u>217,057</u>	<u>139,446</u>

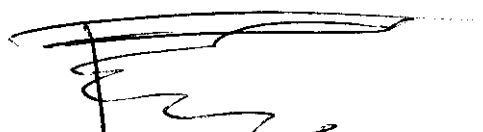
All amounts relate to continuing operations.

There were no recognised gains or losses for the year other than those included in the profit and loss account.

FIROKA (OXFORD UNITED STADIUM) LIMITED
BALANCE SHEET
3 JULY 2003

	<u>Notes</u>	<u>£</u>	<u>2003</u> <u>£</u>	<u>£</u>	<u>2002</u> <u>£</u>
FIXED ASSETS					
Tangible fixed assets	8		11,141,540		11,562,221
CURRENT ASSETS					
Stock	9	18,479		16,720	
Debtors	10	589,111		430,759	
Cash at bank and in hand		646,943		262,428	
		<u>1,254,533</u>		<u>709,907</u>	
CREDITORS					
Amounts falling due within one year	11	(1,261,463)		(1,179,444)	
NET CURRENT LIABILITIES			(6,930)		(469,537)
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>11,134,610</u>		<u>11,092,684</u>
CREDITORS					
Amounts falling due after one year	11		(10,726,815)		(10,878,358)
PROVISION FOR LIABILITIES AND CHARGES					
Deferred taxation	13		(47,426)		(71,014)
			<u>360,369</u>		<u>143,312</u>
CAPITAL AND RESERVES					
Called up share capital	14		100		100
Profit and loss account	15		360,269		143,212
SHAREHOLDER'S FUNDS	16		<u>360,369</u>		<u>143,312</u>

Approved by the board on 28th November 2003.


F A KASSAM

Director

FIROKA (OXFORD UNITED STADIUM) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 3 JULY 2003

1 ACCOUNTING POLICIES

(a) Accounting convention

The financial statements are prepared under the historical cost convention and are prepared in accordance with applicable accounting standards. The company is dependent on the financial support of its ultimate parent company, Firoka (London Park) Limited. The directors of the ultimate parent have indicated that such support will be forthcoming and on this basis these financial statements are prepared on the going concern basis.

(b) Turnover

Turnover represents net invoiced sales of goods and services excluding value added tax.

(c) Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives once the assets are brought into use.

Freehold buildings	2%
Plant, machinery, fixtures and fittings	10%

Freehold land is not depreciated.

(d) Grants

Grants received in respect of capital expenditure are treated as deferred income and released to profit evenly over the life of the fixed asset to which they relate.

(e) Deferred tax

Deferred tax is provided on material timing differences between the incidence of income and expenditure for taxation and accounts purposes using a full provision basis as required by Financial Reporting Standard 19. No provision is made in respect of gains on sale of assets rolled over into replacement assets.

(f) Stocks

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

2 TURNOVER

Turnover is attributable to the company's continuing principal activities and arose in the United Kingdom.

3 OTHER OPERATING INCOME

	<u>2003</u> £	<u>2002</u> £
Release of grant income	108,410	104,600

4 OPERATING PROFIT

	<u>2003</u> £	<u>2002</u> £
Stated after charging:		
Auditors remuneration	4,350	4,000
Depreciation	430,238	429,282

FIROKA (OXFORD UNITED STADIUM) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 3 JULY 2003

5	INTEREST PAYABLE AND SIMILAR CHARGES	<u>2003</u> £	<u>2002</u> £
	Bank loans and overdrafts	362,680	16,642
		<hr/>	<hr/>
6	STAFF COSTS		
	Wages and salaries	258,244	165,774
	Social security costs	20,439	13,593
		<hr/>	<hr/>
		278,683	179,367
		<hr/>	<hr/>
		No.	No.
	Number of employees during the year	30	15
		<hr/>	<hr/>
	No directors received any emoluments (2002: £Nil).		
7	TAX ON PROFIT ON ORDINARY ACTIVITIES		
	Analysis of charge for the year	£	£
	Current tax		
	UK corporation tax on profits for the year	-	-
	Deferred tax:		
	Origination and reversal of timing differences (note 13)	(23,588)	71,014
		<hr/>	<hr/>
	Total tax (credit)/charge	(23,588)	71,014
		<hr/>	<hr/>
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before tax	209,469	105,860
	Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30%	62,841	31,758
	Effects of:		
	Expenses not deductible for tax purposes	15,000	1,500
	Capital allowances in excess of depreciation	(81,040)	3,771
	Trading losses carried forward	-	(37,029)
	Losses surrendered to group companies	3,199	-
		<hr/>	<hr/>
	Current tax charge	-	-
		<hr/>	<hr/>

FIROKA (OXFORD UNITED STADIUM) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 3 JULY 2003

8 TANGIBLE FIXED ASSETS

	<u>Freehold Land and buildings</u> £	<u>Plant and machinery</u> £	<u>Fixtures, fittings, tools and equipment</u> £	<u>Total</u> £
Cost				
At 4 July 2002	9,294,330	2,332,000	365,173	11,991,503
Additions	-	-	9,557	9,557
	<hr/>	<hr/>	<hr/>	<hr/>
At 3 July 2003	9,294,330	2,332,000	374,730	12,001,060
	<hr/>	<hr/>	<hr/>	<hr/>
Depreciation				
At 4 July 2002	159,565	233,200	36,517	429,282
Charge for year	159,565	233,200	37,473	430,238
	<hr/>	<hr/>	<hr/>	<hr/>
At 3 July 2003	319,130	466,400	73,990	859,520
	<hr/>	<hr/>	<hr/>	<hr/>
Net book value				
At 3 July 2003	8,975,200	1,865,600	300,740	11,141,540
	<hr/>	<hr/>	<hr/>	<hr/>
At 4 July 2002	9,134,765	2,098,800	328,656	11,562,221
	<hr/>	<hr/>	<hr/>	<hr/>

9 STOCKS

	<u>2003</u> £	<u>2002</u> £
Consumables	18,479	16,720
	<hr/>	<hr/>

10 DEBTORS

Due within one year		
Trade debtors	136,821	257,778
Amounts due from group undertakings	448,756	172,700
Other debtors	684	281
Prepayments	2,850	-
	<hr/>	<hr/>
	589,111	430,759
	<hr/>	<hr/>

Amounts due from group undertakings include £169,200 (2002: £169,200) receivable from Firoka (Oxford) Limited, the immediate parent company, and £271,496 (2002: £3,500) due from Oxford United Football Club Limited, a fellow subsidiary company.

FIROKA (OXFORD UNITED STADIUM) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 3 JULY 2003

11 CREDITORS	<u>2003</u> £	<u>2002</u> £
Amounts falling due within one year		
Bank loans (note 12)	671,863	82,937
Trade creditors	204,376	200,411
Taxation and social security	46,356	13,616
Amounts due to group undertakings	24,183	56,519
Accruals and other deferred income	314,685	825,961
	<hr/> 1,261,463 <hr/>	<hr/> 1,179,444 <hr/>
 Amounts falling due after one year		
Bank loans (note 12)	6,578,347	6,667,063
Deferred grant income	2,508,580	2,540,800
Other deferred income	150,000	-
Amounts due to group undertakings	1,489,888	1,670,495
	<hr/> 10,726,815 <hr/>	<hr/> 10,878,358 <hr/>

Amounts due to group undertakings include £1,467,018 (2002: £1,467,918) due to Firoka (Kings Cross) Limited, a company under common control, and £34,790 (2002: £34,790) due to Firoka (London Park), the ultimate parent company.

12 BANK LOANS

Due within one year	671,863	82,937
Due between one and two years	1,441,112	623,704
Due between two and five years	1,580,221	1,719,001
Due after more than five years	3,557,013	4,324,358
	<hr/> 7,250,210 <hr/>	<hr/> 6,750,000 <hr/>

The bank loan is secured by a fixed charge over the company's freehold property. The loan is due for repayment by 13 June 2012 and attracts interest at a rate of 0.85% above base rate. A cross guarantee exists as security for the bank loan with Firoka (Kings Cross) Limited, a company under common control.

13 DEFERRED TAX

	£
Accelerated capital allowances	
At 4 July 2002	71,014
Released to profit and loss (note 7)	(23,588)
	<hr/>
At 3 July 2003	47,426 <hr/>

FIROKA (OXFORD UNITED STADIUM) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 3 JULY 2003

14	CALLED UP SHARE CAPITAL	<u>2003</u> £	<u>2002</u> £
	Authorised 1,000 Ordinary shares of £1 each	1,000	1,000
	Allotted and fully paid Ordinary shares of £1 each	100	100
15	RESERVES		
	Profit and loss account At 4 July 2002	143,212	
	Profit for the year	217,057	
	At 3 July 2003	360,269	
16	SHAREHOLDERS' FUNDS		
	Shareholders' funds at 4 July 2002	143,312	3,866
	Profit for the year	217,057	139,446
	Shareholders' funds at 3 July 2003	360,369	143,312
17	RELATED PARTIES		
	During the year the company received rent of £265,568 (2002: £230,769) and £123,750 (2002: £103,624) relating to recovery of overheads from Oxford United Football Club Limited a fellow subsidiary company. These amounts are included within the reported turnover figure.		
18	PARENT UNDERTAKING		
	The company is a wholly owned subsidiary of Firoka (Oxford) Limited, a company incorporated in England and Wales. The ultimate parent company is Firoka (London Park) Limited, a company registered in Jersey. The ultimate controlling party is Mr F A Kassam.		