Company Registration Number 5993863

WH HOLDING LIMITED

Report and Financial Statements

For the year ended 31 May 2014

WH HOLDING LIMITED

THE YEAR IN SUMMARY

Highlights

- Retention of FA Premier League status in 13th position;
- Semi-final of the Capital One Cup;
- Highest income and profit in the Club's history;
- Major investment in first team squad of £32.9m (2013/14) and £23.0m (2014/15 to date);
- Further financial support from major shareholders of £3.5m in 2013/14;
- Agreed Sale of the Boleyn Ground;
- Significant progress on the Olympic Stadium conversion and fit-out.

WH HOLDING LIMITED

REPORT AND FINANCIAL STATEMENTS

For the year ended 31 May 2014

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WH HOLDING LIMITED

DIRECTORS AND PROFESSIONAL ADVISERS

Directors	David Sullivan David Gold Karren Brady Andy Mollett Andrew Bernhardt Daniel Harris
Company Secretary	Andy Mollett
Registered Office	Boleyn Ground Green Street Upton Park London E13 9AZ
Company Registration Number	5993863
Independent Auditors	PricewaterhouseCoopers LLP Chartered accountants and statutory auditors London
Bankers	Barclays Plc 1, Churchill Place London EC14 5HP

WH HOLDING LIMITED

CHAIRMAN'S STATEMENT

My Board and I are satisfied with the achievements we have made this season (2013-2014). The highlights for us being;

- Retaining our Premier League status and reaching the semi-final of the Capital One Cup;
- Signing an agreement to sell the Boleyn Ground in preparation for our move to the Olympic Stadium for the 2016/17 season; and,
- Our fantastic support despite our many injuries and therefore subsequent challenging performances on the pitch.

At the start of the season we bought Andy Carroll and Stewart Downing, and took a number of players on loan during the January Window, investing a total of £32.9m. Later in the year, my Co-Chairman David Gold and I personally invested a further £3.5m to allow the Manager to go into the transfer market to cover our injury crisis and buy the emergency players we needed to secure our Premier League status.

Subsequent to the year end, we have further invested in the playing staff for the 2014-5 season with the significant investment into the purchases of Mauro Zarate, Diego Poyet, Enner Valencia, Aaron Cresswell, Cheikou Kouyate, Diafra Sakho and Morgan Amalfitano. We have also taken Carl Jenkinson and Alex Song on loan from Arsenal and Barcelona respectively. The new players are having a positive impact.

A lot has been made about the 'West Ham Way' and exactly what it is. Personally I think what we are witnessing right now at the club is exactly how I would sum it up. We are playing attacking football with everybody giving 100 per cent, and we are getting results at the same time.

Not only that, but beyond the football, it's about being a Club that gives back to the community. The work our Community Sports Trust is doing in fulfilling the West Ham ethos of giving back, combined with the current positivity on the pitch means this is a good time for everybody involved at the Club.

This season will bring its own challenges, but we continue to believe we will deliver both on and off the pitch by investing in the team, the brand and managing the business well.

David Sullivan
Joint Chairman
December 2014

WH HOLDING LIMITED

KARREN BRADY, VICE CHAIRMAN'S REVIEW

Overview
2013-4 was a satisfactory year for the club both on and off the pitch.

Off the pitch
Most areas of income increased, resulting in the creation of additional revenue of £25.0m this year.

The Retail team drove a 3.4% increase in sales, achieving a club record high in turnover.

The Commercial and Sponsorship departments generated £13.7m of revenue.

The Ticketing team increased matchday ticket sales by 8.5% from £18.0m to £19.5m and season ticket sales for 2014/15 have again already exceeded 20,500.

14 of our matches were televised this season and we were officially recognised as one of the world's leading football brands by Brandfinance, placing us again in the top 9 of Premier League clubs in the world's 50 most valuable football brands.

For the year under review the group recorded a profit before interest and taxation of £15.3m on turnover of £114.9m, a significant improvement on last year's profit before interest and taxation of £1.2m on turnover of £89.8m, with turnover increasing by 27.9%.

Through the hard work of a fantastic, dedicated, loyal and determined team both on and off the pitch the club has grown in size, revenue and in stature this season. The management team off the pitch were able to capitalise and maximise on all the opportunities the Manager and the team delivered on the pitch.

Olympic stadium
There is an immense amount of work going on behind the scenes in preparation for our move in 2016. As the plans take shape it becomes even more apparent that our new home will be one of the greatest arenas in world football and a platform to transform the future of our great club.

From a technical perspective contracts for the conversion work, roof, mechanical and electrical, retractable seating and the enabling works have been awarded and construction is in progress on-site. We have appointed a project manager to oversee this work from a West Ham United perspective to ensure we maximise all our opportunities and to ensure that the ground looks and feels like the home of West Ham United. We have selected the premium hospitality fit out, agreed the lounge layouts and designed the new club megastore, with 12,000 sq ft of floor space, with work commencing on site in late 2015.

We are now working hard on delivering a migration formula that is fair, transparent and simple to understand. The objective is to ensure all supporters are recognised and have a seamless transition into their new home and allows as many as possible to both group with existing supporters and introduce new friends and family. We are developing the best product and pricing model to suit every single supporter. The first supporters will be invited to have an individual appointment from April 2015 at our Reservation Centre in Stratford and by August 2016 we expect a significantly higher number of supporters to have visited to select their seats using our state of the art virtual reality.

We are also working on our premium hospitality plans and packages are already on sale. The level of take up is such that despite the fact that we are doubling our Upton Park capacity, we will not have enough seats to fulfill demand. Within weeks of announcement many of the first areas to launch were already oversubscribed.

We have been working with a highly organised group of supporters called the SAB (Supporter Advisory Board) and they spend their time with the club and have become the club's consultants in effect with regards to everything we do that involves the fans and the club. My team and I remain grateful to them for the time and effort they put into ensuring that the club always has the supporters at the heart of every decision we make.

Football

The Board is determined to maximise the club's prospects of retaining Premier League status by making a significant investment in the playing squad. There was a net investment of £32.9m in transfer fees while the major component of the annual wage cost of £63.9m was wages for the first team squad and management.

Future Prospects

Retention of Premier League status in 2013-4 season will allow the group to benefit from significantly increased Premier League distributions from the current broadcasting agreement.

Financial Fair Play is the new legislation which, for the next two years, will limit the ability of clubs to over-extend themselves on players' costs and will likely enable all clubs, including ourselves, to increase profitability, and we continue to operate within the rules.

We refinanced our bank debt last year, concluding a deal in July 2013 that secured long-term funding to December 2016. The group continues to reduce historical debt with bank borrowings reduced by £5.5m in the year and net third party indebtedness (including cash but excluding amounts owed to the shareholders) falling by £7.5m.

We also renewed and increased our short-term secured facility for a further year in August 2014 which enabled us to invest in more on field talent.

The club is extremely fortunate to have the support of Mr David Sullivan and Mr David Gold who have invested loans totalling £3.5m in the year. They now own 86.2% of the club.

The Olympic Stadium offers enormous commercial and brand opportunities, and we have a strategy to deliver sell-out crowds and enter that stadium with a team that are benefiting of such an amazing iconic venue.

Finally, we know that we have set a level of expectation amongst our supporters this year and I, my Board and all the staff on and off the pitch relish the opportunity to continue to build on this year and believe we have both the strategy and people to deliver much more in years to come.

Karren Brady
Vice-Chairman

December 2014

WH HOLDING LIMITED

STRATEGIC REPORT
for the year ended 31 May 2014

The directors present their annual report together with the audited financial statements of the group for the year ended 31 May 2014.

Principal Activities

The principal activity of the company is to act as a holding company. The principal activity of the group is that of a professional football club as a member of The FA Premier League and the Football Association together with related and ancillary activities.

Results and Dividends

The results of the group are as set out in the consolidated profit and loss account on page 18. The directors do not propose the payment of a dividend (2013 – £nil).

Principal Risk and Uncertainties

The group's principal business risk remains that of the football club being relegated from the FA Premier League with the serious financial consequences which follow. The group prepares budgets three seasons in advance which include an evaluation of the impact of relegation and associated contingency plans.

It is a feature of football clubs' income streams that a significant element is known in advance because of its long term contractual nature. Centrally negotiated broadcast and sponsorship deals are presently in place to the end of the 2015-6 season. The group's own major sponsorship and partnership agreements are also in place until the end of seasons 2015 and 2016. Season ticket sales (including corporate sales) are made at the start of each season or accounting year and represent the bulk of the group's match day revenue. It follows that in the region of 70% of the group's annual turnover will be guaranteed, or in many cases received, by 31 July each year.

To the extent that there are ever any material variances from forecast, football clubs are in the unique position of being able to trade footballers to address any potential liquidity risks, although this ability can on occasion be constrained if less transfer activity is conducted by clubs (either domestically or internationally) in any one transfer window. Clubs can also normally accelerate receipt of deferred elements of transfer fees receivable by discounting those proceeds with a financial institution, although there can be no certainty of the availability of such funding.

Health and safety considerations at the Boleyn Ground on match days are of paramount importance. At the start of each season the group is awarded an annual safety certificate by the Safety Advisory Group, which comprises the local authority, police, fire service and other stakeholders. Thereafter the Safety Advisory Group meets monthly and also arranges for ad hoc inspections to ensure continuing compliance with all safety criteria. The group holds £500 million of public liability insurance in respect of any one occurrence.

Financial Risk Management

Financial assets that expose the group to financial risk consist principally of cash, trade and other debtors. Financial liabilities that expose the group to financial risk consist principally of trade and other creditors. The financial risks associated with these financial instruments are considered minimal.

The group is exposed to very occasional foreign exchange risks in respect of the purchase or sale of player registrations negotiated in foreign currency. In the course of the year just ended, the group made a gain on foreign currency translation of £0.1m which forms part of the exceptional costs for the year.

The group places its cash with a creditworthy institution. The group performs ongoing credit evaluation of its debtors' financial condition. The carrying amounts of cash, trade and other debtors represent the maximum credit risk to which the group is exposed.

Going Concern

The board was pleased to be able to finalise a new loan facility last July, which totalled £26.7m as at 31 May 2014 and which extends to December 2016. Since the year end the board has repaid £5.5m of this facility. It has also secured additional short term loan finance of £18.0m.

The board has to assess the risk in relation to the group's forecast trading performance. The group has prepared and approved forecasts for the current and forthcoming seasons including the period of twelve months from the date of signing these financial statements. The board also performs sensitivity analyses on these forecasts, including identification of mitigating actions, to take account of any projected shortfalls. Mitigating actions include alternative sources of loan finance, the option of player disposals to generate transfer fee income and wage savings as well as support from its investing owners.

The board has concluded that its forecast for the year in question and the assumptions on which it is based are sufficiently robust to justify confidence in the company's going concern status. A major element of the company's annual turnover comes from contractual broadcasting and central sponsorship distributions and is therefore effectively guaranteed for the seasons covered by the company's forecasts. The company also generates turnover from season ticket, match ticket, corporate and retail sales and, while the board recognises uncertainties about these sources of income, the evidence of the current season is that demand remains strong due to the high level of supporter loyalty enjoyed by the club.

In the event that the foregoing initiatives did not generate the necessary cash flows to allow the group to operate within its borrowing limits certain of the company's investing owners have undertaken to provide what the board has concluded would be a sufficient level of financial support to allow the group to continue to operate within its agreed borrowing limits and meet its debts as they fall due.

Consequently, after making enquiries and taking account of the uncertainties described above, the directors have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the directors continue to adopt the going concern basis in preparing the annual report and financial statements.

WH HOLDING LIMITED

STRATEGIC REPORT
for the year ended 31 May 2014
(continued)

Key Performance Indicators

The group monitors its performance against a range of key performance indicators on an annual basis. Although not exhaustive, the table below summarises major KPI's over the last five years. Although the group does not set targets to be achieved each season it nevertheless seeks to maximise performance, both financial and non-financial, on an annual basis.

	2013/14	**2012/13**	**2011/12**	**2010/11**	**2009/10**
League position	13th	10th	3rd (Football League Championship)	20th	17th
FA Cup	3rd round	3rd round	3rd round	Quarter final	3rd round
Capital One Cup	Semi final	2nd round	1st round	Semi final	3rd round
Average league gate	34,007	34,720	30,800	32,800	33,100
Wage :turnover ratio	55.6%	62.6%	90.2%	68.0%	70.2%
Operating profit/(loss) before exceptional items & player trading	£31.3m	£16.7m	(£9.0m)	£8.4m	£1.4

On behalf of the board

A J Mollett

A Mollett
Director

1st December 2014

WH HOLDING LIMITED

DIRECTORS' REPORT
for the year ended 31 May 2014

Directors

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

D Sullivan
D Gold
K Brady
A Mollett
A Bernhardt
D Harris

Employees

People

West Ham United's employees are key to its business and are the most visible part of the business to its customers. We are committed to high standards of employment practice and to providing equality of opportunity, training and development and a safe workplace, in addition to developing initiatives which encourage innovation.

West Ham United aims to be an exceptional employer; one that recognises talent and develops people to the best of their abilities. We ask our people to share our determination to succeed and to deliver strong business success which is why it is important for us to appropriately reward, engage, listen to and develop our employees.

Engaging our people

Engaged staff help us to continue to be successful and grow. We continue to hold regular events to connect with our people, such as an annual family fun day, business results briefings and our Christmas parties. These reinforce our informal, relaxed culture and promote our family and community focus.
Our unique and informal culture means that most of our people have direct access to our senior management team. We hold monthly management meetings and ensure that employees from across the business are in dialogue with our business leaders. West Ham United's employees are kept well informed of the performance of the Club and key events concerning the business through regular staff briefings by management and through communications via our intranet and email.

Developing our people

Every employee plays a part in the Club's success and we are focused on developing our people to the best of their abilities. When joining the business employees undertake a thorough induction which includes training on how to perform in their new role and orientation around different areas of the business.

West Ham United's people have a range of backgrounds and we work hard to provide opportunities to move around the business where appropriate and provide training to develop skills for current and future roles. We have a good track record in promoting our staff internally through investment in training and development.

Diversity of our people

We are committed to equal opportunities for all of our people, regardless of disability or background, from recruitment and selection, through training and development and promotion.

It is the policy of the Club that applications for employment by disabled persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicant concerned. In the event of employees becoming disabled all reasonable effort is made to ensure that their employment within the Club continues. It is the policy of the Club that the training, career development and promotion of a disabled person should, as far as possible, be identical to that of an able bodied person.

Employee Consultation and Involvement

The group's policy is to communicate honestly with employees and encourage consultation between employees and management. It places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the group. This is achieved through formal and informal meetings usually with the vice-chairman or other senior management and is underpinned by the group intranet and a performance appraisal system for all staff. Regular Heads of Department meetings are held and committees have been established charged with reviewing contracts, controlling costs and maximising the group's income from staging events. Employees across the entire range of the group's operations participate in these committees.

Community

West Ham United continues to provide a truly inclusive and dynamic community outreach programme. All levels of the club embrace the work delivered by West Ham United Community Sports Trust to ensure sport is used as the catalyst for so much positive change. Utilising our sites at Beckton, Upton Park, Chadwell Heath and Rush Green, we have now also set up a satellite model and have established our delivery model across Tower Hamlets, Newham, Barking & Dagenham and across the County of Essex .

This new approach allows us to be at the heart of all our local communities. We can establish local partnerships and design bespoke programmes that are set against local need. For example, our new Community Prescription programme in Newham has been developed to combat a growing Diabetes issue among residents aged 40+. We worked closely with the Clinical Commissioning Group (CCG) for Newham and several local health partners to establish a robust model for engagement. To date we have delivered over 700 health and fitness sessions to residents referred into West Ham United by their GP. This example shows the innovative approach we have adopted in using the power of the football club and tackling some of society's most concerning problems.

In this penultimate season leading into our move into the new Stadium, we are developing a new strand of work to support our already established Community Sports programme. The development of a new Education and Employment department will allow us to provide learning pathways for young people and adults that need additional support. This provision will range from new schools interventions, Further Education provision, a new Higher Education programme in partnership with UEL and a new Employment programme focusing on the long-term unemployed.

The summary below of milestones is not an exhaustive list but highlights the key areas of development this season:

- Deliver a new Mayor's Office for Policing and Crime element of our current Kicks programme. This will see us launch a new Moore Family Foundation schools outreach programme with the Premier League//Professional Footballers Association.
- Launch a new Leadership through Sport Apprenticeship programme across East London. Employing 20 new apprentices and placing them across blue-chip finance organisations in the city.
- Secure a new Community Prescription contract with the local Clinical Commissioning Group as part of a new Gym concept based out of Upton Park.
- Create a new International development model focusing on South Asia.
- Launch a new Fd Degree programme in October 2014 with University of East London on UCAS in preparation for an Oct 2015 first cohort.
- Design and implement a re-branding and marketing strategy for the Trust linked to our 25th Year Anniversary in 2015.
- Launch a new Coach Education model out of our hub-site at Beckton.
- Launch a new fundraising focus which will include challenges in Kenya and an expedition to Peru.

Our Equality and Inclusion focus continues to grow, recognised by the Professional Footballers' Association for our efforts in raising awareness of anti-racism and diversity. We have now adopted the Inclusive & Active 2 strategy which focuses on increasing awareness and opportunities for disabled sports users. We have also recently hosted the FA's Asians in Football conferences at West Ham United Upton Park and we have developed a unique coach education model working with Asian Football Clubs across East London. We will continue to make the experience of watching live football more accessible and affordable during these difficult austere times; our football-for-all family initiative offers regular discounts on match prices for young people, including the 'Kids for a Quid' tickets.

We are highly motivated to break the cycle of social inequality that thrives amongst our local wards linked to many specific sectors we work across; Health, Education, Crime. Only once the levels are not continuously increasing can we start to look at reducing the current problems. This is not a short term goal and something that needs to be driven by all levels of the community. West Ham United is positioned perfectly to drive this long term vision and support the many agents of change needed to make this happen.

Exceptional Items

Note 4 discloses exceptional items of £482,000 in the year (2013- £1,769,000).

Post Balance Sheet Events

Note 31 provides details of material events which have occurred since the balance sheet date.

WH HOLDING LIMITED

DIRECTORS' REPORT
for the year ended 31 May 2014
(continued)

Statement on Information Given to Independent Auditors

Each of the persons who is a Director at the date of approval of this report confirms that:

1) so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
2) the Director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Independent Auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their reappointment will be proposed at the annual general meeting.

On behalf of the board

A J Mollett

A Mollett
Director

1st December 2014

WH HOLDING LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the annual 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 prepared the group and parent company 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 Group and the Company and of the profit or loss of the Group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting 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.

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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

On behalf of the board

A J Mollett

A Mollett
Director

1st December 2014

WH HOLDING LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WH HOLDING LIMITED

Report on the financial statements

Our opinion

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the group's and of the company's affairs as at 31 May 2014 and of the group's profit and cash flows 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.

This opinion is to be read in the context of what we say in the remainder of this report.

What we have audited

The group financial statements and company financial statements (the "financial statements"), which are prepared by WH Holding Limited, comprise:

- the consolidated and company balance sheets as at 31 May 2014;
- the consolidated profit and loss account and consolidated statement of total recognised gains and losses for the year then ended;
- the consolidated cash flow statement for the year then ended;
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).
In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

What an audit of financial statements involves

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the group's and the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Report and Financial Statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WH HOLDING LIMITED (continued)

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- the company financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 15, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

JS Jenkins

Julian Jenkins (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
1st December 2014

WH HOLDING LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT

for the year ended 31 May 2014

	Note	2014 Operations excluding player trading £000	2014 Player trading * (notes 8 & 12) £000	2014 Total £000	2013 Operations excluding player trading £000	2013 Player trading * (notes 8 & 12) £000	2013 Total £000
Group turnover	3	114,852	-	114,852	89,815	-	89,815
Other operating income		1,643	-	1,643	1,032	-	1,032
Administrative expenses		(84,667)	(17,943)	(102,610)	(75,956)	(13,838)	(89,794)
Group operating profit/(loss)	5	31,828	(17,943)	13,885	(14,891)	(13,838)	1,053
Analysed as:							
Operating profit/(loss) before exceptional items		**32,310**	**(17,943)**	**14,367**	**16,660**	**(13,838)**	**2,822**
Exceptional items	4	(482)	-	(482)	(1,769)	-	(1,769)
Group operating profit/(loss)	5	31,828	(17,943)	13,885	14,891	(13,838)	1,053
Profit on disposal of players	7	-	1,429	1,429	-	171	171
***Profit/(loss) on operating activities* before interest and taxation**		31,828	(16,514)	15,314	14,891	(13,667)	1,224
Interest receivable and similar income	8			154			7
Interest payable and similar charges	9			(5,123)			(4,742)
Profit/(loss) on ordinary activities before taxation				10,345			(3,511)
Tax on profit/(loss) on ordinary activities	10			-			-
Profit/(loss) for the financial year	27			10,345			(3,511)

* Player trading represents the amortisation of registrations and the profit or loss on disposal of registrations.

There is no material difference between the profit/(loss) on ordinary activities before taxation and the profit/(loss) for the financial years stated above and their historical cost equivalents.

There were no recognised gains and losses for the period other than those included in the Profit and loss account.

All activities derive from continuing operations.

WH HOLDING LIMITED

CONSOLIDATED BALANCE SHEET

as at 31 May 2014

	Note	2014		2013	
		£000	£000	£000	£000
Fixed assets					
Intangible assets	11		39,030		24,479
Tangible assets	12		40,932		40,852
			79,962		65,331
Current assets					
Stocks	14	662		782	
Debtors	15	12,132		9,493	
Cash at bank and in hand		18,075		13,478	
		30,869		23,753	
Creditors - amounts falling due within one year	16	(76,000)		(136,767)	
Net current liabilities			(45,131)		(113,014)
Total assets less current liabilities			34,831		(47,683)
Creditors – amounts falling due after more than one year	16		(81,501)		(8,842)
Provisions for liabilities	20,21		(4,828)		(5,319)
Net liabilities			(51,498)		(61,844)
Capital and reserves					
Called up share capital	22		2		2
Share premium account	23		34,999		34,999
Revaluation reserve	25		831		831
Capital redemption reserve	24		111,499		111,499
Profit and loss account	26		(198,829)		(209,175)
Total shareholders' deficit	27		(51,498)		(61,844)

These financial statements, on pages 18 to 38 for company registration number 5993863, were approved by the board of directors on 1st December 2014 and signed on its behalf

A Mollett

A Mollett
Director

WH HOLDING LIMITED

COMPANY BALANCE SHEET

as at 31 May 2014

	Note	2014		2013	
		£000	**£000**	**£000**	**£000**
Fixed assets					
Investments	13		65,000		65,000
Current assets					
Debtors	15	23,300		26,845	
Creditors - amounts falling due within one year	16	-		(3,545)	
Net current assets			23,300		23,300
Total assets less current liabilities			88,300		88,300
Creditors - amounts falling due after one year	16		-		-
Net assets			88,300		88,300
Capital and reserves					
Called up share capital	22		2		2
Share premium account	23		34,999		34,999
Capital redemption reserve	24		111,499		111,499
Profit and loss account	26		(58,200)		(58,200)
Total shareholders' funds			88,300		88,300

These financial statements, on pages 18 to 38 for company registration number 5993863, were approved by the board of directors on 1st December 2014 and signed on its behalf.

A J Mollett

A Mollett
Director

WH HOLDING LIMITED

CONSOLIDATED CASH FLOW STATEMENT

For the year ended 31 May 2014

	Note	2014		2013	
		£000	£000	£000	£000
Net cash inflow from operating activities	A		33,232		8,595
Returns on investments & servicing of finance					
Interest paid		(2,448)		(1,031)	
Interest received		154		7	
Net cash outflow from returns on investments & servicing of finance			(2,294)		(1,024)
Capital expenditure & financial investment					
Purchase of tangible fixed assets		(951)		(891)	
Proceeds on disposal of tangible fixed assets		-		1	
Purchase of player registrations		(27,996)		(20,436)	
Proceeds on disposal of player registrations, net of disposal costs		2,476		7,009	
Net cash outflow from capital expenditure & financial investment			(26,471)		(14,317)
Net cash inflow/(outflow) before financing			4,467		(6,746)
Financing					
Secured loans advanced		15,000		12,870	
Loans advanced from shareholders		3,500		10,500	
Bank and other loans repaid		(18,370)		(5,000)	
Hire and lease purchase loans repaid		-		-	
Net cash inflow from financing			130		18,370
Increase in cash & bank balances			4,597		11,624

WH HOLDING LIMITED

CONSOLIDATED CASH FLOW STATEMENT

For the year ended 31 May 2014
(continued)

A Reconciliation of Operating Profit to Net Cash Inflow from Operating Activities

	2014 £000	2013 £000
Operating profit from continuing activities	13,885	1,053
Depreciation charge	871	1,199
Loss on disposal of tangible fixed assets	-	(1)
Release of deferred grant income	(831)	(67)
Amortisation of cost of player registrations	17,943	13,838
Decrease in stocks	120	1,298
Increase in debtors	(3,686)	(2,473)
Increase / (decrease) in creditors	4,930	(6,252)
Net cash inflow from operating activities	33,232	8,595

B Analysis of Changes in Net Debt

	01 June 2013 £000	Cash Flows £000	Other non-cash changes £000	31 May 2014 £000
Cash at bank and in hand	13,478	4,597	-	18,075
	13,478	4,597	-	18,075
Debt due within one year	(90,322)	2,857	66,965	(20,500)
Debt due after one year	(611)	(3,500)	(66,965)	(71,076)
	(90,933)	(643)	-	(91,576)
Net Debt	(77,455)	3,954	-	(73,501)

Net debt is calculated inclusive of interest accrued on loans.

C Reconciliation of Net Cash Flow to Movement in Net Debt

	2014 £000	2013 £000
Increase in cash balances	4,597	11,624
Cash outflow from debt	(643)	(18,370)
Change in net debt resulting from cash flows	3,954	(6,746)
Net debt at start of year	(77,455)	(70,709)
Net debt at end of year	(73,501)	(77,455)

WH HOLDING LIMITED

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 May 2014

1 Accounting Policies

These financial statements are prepared on the going concern basis, as discussed further in the Directors' Report on page 9. The company continues to have a number of options available in respect of mitigating actions in the event of liquidity issues. This includes the sale of players, refinancing options, and financial support from the shareholders.

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain freehold land and buildings, and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year, are set out below.

Basis of consolidation
The consolidated financial statements incorporate the financial statements of the company and all its subsidiaries using acquisition accounting. All intra-group transactions, balances, income and expenses are eliminated on consolidation.

Turnover
Turnover represents all amounts received and receivable in respect of football matches played, goods sold and services provided during the year excluding value added tax. Gate receipts and other match day revenue is recognised as games are played. Sponsorship and similar commercial income is recognised over the duration of the respective contracts. The fixed element of broadcasting revenues is recognised over the duration of the football season whilst facility fees received for live coverage or highlights are taken when earned. Merit awards are accounted for only when known at the end of the football season.

Non trading income is disclosed as other operating income and is recognised once there is certainty that the income will be received.

Signing on fees
Signing on fees payable under an employment contract are accounted for on an earnings basis. Where such fees are payable in equal annual instalments, under Football League and FA Premier League regulations, they are charged to the profit and loss account evenly over the period of the player's contract. In the event of the player's registration being sold, the balance of any signing on fees paid or payable to a player is treated as a cost of disposal of the registration.

Exceptional items
Items of income and expenditure, which fall within the ordinary activities of the company, may be considered to be exceptional by virtue of their size or the frequency with which they occur and these are disclosed in the financial statements as exceptional items.

Tangible fixed assets and depreciation
The football club has signed an agreement to become a tenant at the Olympic Stadium, so given that it is the club's intention to vacate the Boleyn ground in the future, the historical cost accounting policy is considered to be appropriate.

In accordance with FRS 15 "Tangible Fixed Assets", the Chadwell Heath training ground and the Beckton Community Centre are valued on a depreciated replacement cost basis. The Little Heath training ground and the Rush Green training ground are valued on a current existing use value basis. Other assets which have not been the subject of a valuation are carried in the balance sheet at cost less accumulated depreciation.

Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use.

Where depreciation charges are increased following a revaluation, where material, an amount equal to the increase is transferred annually from the revaluation reserve to the profit and loss account as a movement on reserves. On the disposal or recognition of a provision for impairment of a revalued fixed asset, any related balance remaining in the revaluation reserve is also transferred to the profit and loss account as a movement on reserves.

Depreciation is provided at the following rates on a straight line basis. The rates used are expected to write off the cost, less any estimated residual value, of each asset over its expected useful life.

Freehold buildings	2%
Plant, fittings & equipment	10-33%
Motor vehicles	25%

Assets are stated net of any provision for impairment.

1 Accounting Policies (continued)

Intangible fixed assets – player registrations

Payments made to third parties in order to acquire a player's registration, including agents' fees and transfer fee levy, are capitalised at cost. The cost is then amortised during the football season on a straight line basis over the period of the player's contract. Where a player's contract is renegotiated before its expiry, on broadly similar financial terms, the unamortised balance of the original capitalised cost is then amortised over the term of the new contract together with any costs associated with the renegotiation.

In the event of disposal of a player's registration, the unamortised cost of acquiring the registration is deducted from the net proceeds of disposal to arrive at a profit or loss on disposal.

Future payments for the acquisition of a player's registration, which may become due dependent on the performance of the team and/or the individual player, are recognised within the original cost of acquisition if, in the opinion of the directors, it is probable that these payments will eventually be made.

Similar terms may exist in contracts for the sale of players' registrations but such payments are not recognised as part of the proceeds of disposal until the event upon which the payment is dependent is known to have occurred.

Intangible fixed assets – goodwill

Following the purchase of the share capital of West Ham United Limited and its subsidiary companies, the surplus of the total consideration (including cost of acquisition) over the fair value of the net assets acquired at the date of takeover, has been capitalised as "Goodwill on Acquisition" in these group financial statements. Goodwill is amortised over ten years, that being the estimated useful economic life. Following an impairment review in a prior period, the unamortised balance of goodwill was written down to nil.

Grants and deferred income

Grants receivable from the Football Stadia Improvement Fund (formerly the Football Trust) and the former Football Grounds Improvement Trust in respect of capital expenditure are treated as deferred income and released to the profit and loss account so as to match the depreciation charged on the tangible fixed assets purchased with the grant. Deferred income in the balance sheet represents total grants receivable less amounts released to the profit and loss account. It is the group's policy to release deferred income to the profit and loss account so as to match the depreciation charged on the tangible fixed assets purchased with the grant. In view of the sale of the Boleyn Ground and the move to the Olympic Stadium, this income is to be released over the remaining period until the club vacates the site, being end of May 2016.

Stocks

Stocks are stated at the lower of cost and net realisable value. Cost is the invoiced value of goods purchased for resale using the first in, first out method. Provision is made to reduce cost to net realisable value having regard to age, condition and saleability of stocks.

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no binding contract to dispose of these assets. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 May 2014
(continued)

1 Accounting Policies (continued)

Provisions
Provisions are recognised when the company has a present obligation as a result of a past event, it is probable that a transfer of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Pension costs
The group makes contributions on behalf of employees and directors to a number of independently controlled defined-contribution and money purchase schemes the principal one of which is The Football League Pension and Life Assurance Scheme. Contributions are charged to the profit and loss account over the period to which they relate.

In addition the group is making contributions in respect of its share of the deficit of the defined benefit section of The Football League Pension and Life Assurance Scheme (the "Scheme"). Contributions are charged to the profit and loss account as soon as they are claimed by the Scheme. Under FRS 17 - Retirement Benefits - The Scheme would be treated as a defined benefit multi-employer scheme. The Scheme's actuary has advised that the participating employers' share of the underlying assets and liabilities cannot be identified on a reasonable basis. Refer to note 32 for further details.

The assets of all schemes are held in funds independent from the group.

Investments
Investments are carried at cost less provision for any impairment.

Leases
Assets held under finance leases and the related lease obligations are recorded in the balance sheet at the fair value of the leased assets at the inception of the leases. The amounts by which the lease payments exceed the recorded lease obligations are treated as finance charges which are amortised over each lease term to give a constant rate of charge on the remaining balance of the obligation.

Rental costs under operating leases are charged to the profit and loss account in equal annual amounts over the periods of the leases.

Foreign exchange
Transactions denominated in foreign currencies are translated into Sterling at the rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the rates ruling at that date. Translation differences are dealt with in the profit and loss account.

2 Company Profit and Loss Account

In accordance with the provisions of section 408 of the Companies Act 2006, the profit and loss account for the parent company is not included in these financial statements. The result for the parent company amounted to £nil (2013: £nil).

3 Group Turnover

An analysis of turnover by class of business is provided below. All turnover is derived in the United Kingdom.

	Group	
	2014	**2013**
	£000	**£000**
Match receipts and related football activities	19,492	17,973
Broadcast and central sponsorship distributions	75,403	51,824
Commercial activities	13,678	13,946
Retail and merchandising	6,279	6,072
	114,852	89,815

4 Exceptional Items

	Group	
	2014	*2013*
	£000	**£000**
Redundancy payments and associated professional fees	50	107
(Gain)/loss on foreign exchange transactions	(70)	303
Olympic Stadium project costs	502	1,359
	482	1,769

Tax attributable to exceptional items was £109,000 (2013 – £422,000). The tax has no cash impact due to losses carried forward from previous years (see note 10).

5 Group Operating Profit/(Loss)

Group operating profit/(loss) is stated after charging/(crediting) the following.

	Group	
	2014	**2013**
	£000	**£000**
Employment costs (note 6)	63,880	56,220
Amortisation of intangible fixed assets (note 11)	17,943	13,838
Depreciation on tangible fixed assets (note 12):		
- owned assets	871	1,199
Release of grant income	(831)	(67)
Fees payable to the company's auditors for the audit of the company's annual financial statements and the group's consolidated financial statements:	3	3
Fees payable to the company's auditors for the audit of the company's subsidiaries:	44	43
Fees payable to the company's auditors for other services pursuant to legislation:	-	8
Operating leases – land and buildings	259	259
Operating leases – plant and machinery	71	63
(Profit)/loss on disposal of tangible fixed assets	-	(1)

The audit fee for the company of £3,000 (2013 - £3,000) is borne by West Ham United Football Club Limited.

6 Staff Costs, Emoluments and Employees

	Group 2014 £000	Group 2013 £000
Wages and salaries	56,121	49,528
Compensation for loss of office	50	107
Social security costs	7,592	6,748
Other pension costs	117	122
	63,880	56,505

	Number	Number
Average monthly number of persons employed (including directors)		
Players, team management & training	100	103
Commercial & administrative	136	123
	236	226
Part-time employees	373	354
	609	580

	Group 2014 £000	Group 2013 £000
Directors' Emoluments	829	1,962
Aggregate payments made to a defined contribution pension scheme	16	26
Total directors' emoluments	845	1,988

	2014 £000	2013 £000
Emoluments of highest paid director	636	1,634

	Number	Number
Directors who are members of a defined contributions pension scheme	1	2

There were no payments to directors for compensation for loss of office (2013 – nil).

7 Profit on Disposal of Players

	2014 £000	2013 £000
Disposal proceeds (net of costs of realisation)	1,782	6,518
Net book value of players sold (note 11)	(353)	(6,347)
	1,429	171

Tax attributable to the profit on disposal of players was a charge of £324,000 (2013 £41,000). The tax has no cash impact due to losses carried forward from previous years (see note 10).

8 Interest Receivable and Similar Income

	2014 £000	2013 £000
Bank and other interest receivable	154	7

9 Interest Payable and Similar Charges

	Group	
	2014 £000	2013 £000
Interest payable on secured loans	2,197	2,210
Interest on loans from shareholders	2,886	2,373
Discounting costs	6	133
Other interest payable	34	26
	5,123	4,742

10 Tax on profit/(loss) on Ordinary Activities

As at 31 May 2014 cumulative tax losses available to carry forward against future trading profits were approximately £113,000,000 (2013 – £122,000,000) subject to agreement with HM Revenue & Customs.

There is no tax charge in the current year (2013: £nil)

The tax assessed for the year is lower (2013: higher) than the standard rate of corporation tax in the United Kingdom of 22.67% (2013: 23.84%). The differences are explained below:

Factors affecting the corporation tax charge for the year are explained below.

	Group	
	2014 £000	2013 £000
Profit/(loss) on ordinary activities before tax	10,345	(3,511)
Tax charge/(credit) @ 22.67% (2013 – 23.84%) thereon	2,345	(837)
Expenses not deductible for tax purposes	(133)	349
Depreciation for year in excess of capital allowances	(40)	(264)
Other timing differences	(74)	(66)
(Decrease)/increase in tax losses	(2,098)	818
Current corporation tax charge for year	-	-

10 Tax on profit/(loss) on Ordinary Activities (continued)

During the year, as a result of the changes in the UK corporation tax rate to 21% from 1 April 2014 and to 20% from 1 April 2015, which were substantially enacted on 2 July 2013, these have been recognised in the preparation of the financial statements.

11 Intangible Fixed Assets – Group

	Player Registrations £000	Goodwill on acquisition £000	Total £000
Cost			
1 June 2013	47,135	37,965	85,100
Additions	32,863	-	32,863
Disposals	(822)	-	(822)
31 May 2014	79,176	37,965	117,141
Accumulated amortisation			
1 June 2013	22,656	37,965	60,621
Charge for the year	17,943	-	17,943
Disposals	(453)	-	(453)
31 May 2014	40,146	37,965	78,111
Net book value			
31 May 2014	39,030	-	39,030
31 May 2013	24,479	-	17,924

12 Tangible Fixed Assets – Group

	Freehold land & buildings £000	Plant, fittings & equipment £000	Motor vehicles £000	Total £000
Cost or valuation				
1 June 2013	45,789	17,369	67	63,225
Additions	494	439	18	951
31 May 2014	46,283	17,808	85	64,176
Accumulated depreciation				
1 June 2013	8,779	13,530	64	22,373
Charge for the year	184	683	4	871
31 May 2014	8,963	14,213	68	23,244
Net book value				
31 May 2014	37,320	3,595	17	40,932
31 May 2013	37,010	3,839	3	40,852

The football club has signed an agreement to become a tenant at the Olympic Stadium, so given that it is the club's intention to vacate the Boleyn ground in the future, and that the land has been sold to a developer for a mixed retail and residential use scheme, the historical cost accounting policy is considered to be appropriate in the view of the directors.

Edward Symmons & Partners, Chartered Surveyors, undertook valuations of the freehold properties belonging to the company as at 31 May 2012. A summary of valuations of the properties and the bases of valuation is set out below.

Property	Basis of valuation	£000
Chadwell Heath training ground	Depreciated replacement cost	4,500
Little Heath training ground	Existing use value	740
Rush Green training ground	Existing use value	1,600
Beckton Community Centre	Depreciated replacement cost	1,500

The value of land included in the above is £3,759,000. The valuation of the Chadwell Heath training ground included plant, fittings and equipment valued at £1,250,000.

All of the freehold properties are charged to CBH ehf and David Sullivan as lenders to the company.

13 Fixed Asset Investments – Company

	£000
Cost	
1 June 2013	123,199
Additions	-
31 May 2014	123,199
Impairment	
1 June 2013 and 31 May 2014	58,199
Net book value	
31 May 2013 and 31 May 2014	65,000

Subsidiary undertakings comprise the following.

Company	Percentage of ordinary shares held	Country of incorporation and operation	Principal activities
West Ham United Limited	100%	Great Britain	Holding company
West Ham United Football Club Limited	100%	Great Britain	Professional football club
West Ham United Sportswear Limited	100%	Great Britain	Non trading
West Ham United Hospitality Limited	100%	Great Britain	Non trading
West Ham United FC Limited	100%	Great Britain	Non trading
Thames Iron Works & Shipbuilding Company Limited	100%	Great Britain	Non trading

Other than the holding in West Ham United Limited, all of the above investments are held indirectly. The other investments are all held by West Ham United Limited. The proportion of voting rights held in respect of each of the investments above is the same as the proportion of ordinary shares held.

The directors believe that the carrying value of the investments is supported by their underlying net assets.

14 Stocks

	Group 2014 £000	Group 2013 £000
Goods for resale	662	782

The company does not hold any stock.

15 Debtors

	Group 2014 £000	Group 2013 £000	Company 2014 £000	Company 2013 £000
Trade debtors	2,394	2,408	-	-
Amounts owed by group undertaking	-	-	23,300	26,845
Debtors arising from player transfers	244	1,291	-	-
Other debtors	1,032	517	-	-
Prepayments and accrued income	8,462	5,277	-	-
	12,132	9,493	23,300	26,845

16 Creditors

	Group 2014 £000	Group 2013 £000	Company 2014 £000	Company 2013 £000
Amounts falling due within one year				
Bank and other loans (notes 17 & 19)	20,500	44,622	-	3,545
Trade creditors	2,641	2,489	-	-
Loans from Shareholders (note 17)	-	45,700	-	-
Taxation and social security	8,590	7,000	-	-
Creditors arising from player transfers	15,787	13,810	-	-
Other creditors	3,679	5,826	-	-
Season ticket and other receipts in advance	13,115	8,538	-	-
Accruals	11,688	8,782	-	-
	76,000	136,767	-	3,545
Amounts falling due after more than one year				
Debenture loans & subscriptions (notes 18)	611	611	-	-
Bank and other loans (notes 17 & 19)	21,265	-	-	-
Loans from shareholders (note 17)	49,200	-	-	-
Creditors arising from player transfers	8,650	5,269	-	-
Other creditors	944	536	-	-
Deferred grant income	831	2,426	-	-
	81,501	8,842	-	-

As at 31st May 2013, the bank facilities and shareholder loans were due for repayment on 31st December 2013 and 1st January 2014 respectively and were classified as current liabilities. On 1st July 2013, these facilities were refinanced and are now repayable by 31st December 2016. This means that the amounts are shown within current liabilities and amounts falling due over one year as above, and that in the prior year these non-current liabilities were shown as due within one year.

Grant income has been received from the Football Stadia Improvement Fund (formerly the Football Trust) against approved capital projects and is not repayable. It is the group's policy to release deferred income to the profit and loss account so as to match the depreciation charged on the tangible fixed assets purchased with the grant. In view of the sale of the Boleyn Ground and the move to the Olympic Stadium, this income is to be released over the remaining period until the club vacates the site, being end of May 2016.

17 Total Borrowings

	Group	
	2014	2013
	£000	£000
Debenture loans and subscriptions repayable after five years or more (note 18)	611	611
Secured bank and other loan repayable (note 19):		
Within one year or on demand	20,500	44,622
After greater than one year	21,265	-
	41,765	44,622
Loans from Shareholders repayable within one year	-	45,700
Loans from Shareholders repayable after greater than one year	49,200	-
	91,576	90,933

The loans from shareholders are unsecured and are subordinated to the secured bank loan. Interest is accrued at 6-7% but will not be paid or added to the loans until the loans are repaid. The interest accrued as at the balance sheet date amounts to £6,342,477.

18 Debenture Loans and Subscriptions

The balance of £611,000 comprises both full and part payments towards the purchase of debentures under the Hammers Bond Scheme in 1991/92. Under the terms of the issue the definitive certificate can only be issued once payment has been received in full. At 31 May 2014 and 31 May 2013 the following applications had been received.

	Group	
	2014	2013
	£000	£000
97 'A' bonds	49	49
641 'B' bonds	481	481
70 'C' bonds	68	68
Part payments	13	13
	611	611

Under the terms and conditions of the scheme, the debentures are repayable at par after 150 years. The debentures are non interest bearing and are unsecured.

19 Bank and other loans

On 1st July 2013, the secured bank loan was refinanced with the new lenders being CB Holding ehf and David Sullivan. The loan of £25,527,000 was increased by £6,738,198 to include further subordinated loans. It is repayable by 31st December 2016 but there is an amortization schedule in place which will reduce the loan over that period.

On 30th August 2013, £5,500,000 was repaid. Interest is charged at 3.0% over LIBOR. A further £5,500,000 was repaid on 1st September 2014.

This loan was secured by legal charges on the company's freehold land and buildings and debentures over all the assets and undertaking of the company in favour of the new lenders. The David Sullivan loan is subordinated to the CB Holding ehf loan.

20 Provisions for Liabilities – Cost of Player Registrations

	Group	
	2014	**2013**
	£000	**£000**
At start of the year	5,319	2,620
Utilised in the year	(4,986)	(2,278)
Released in the year	(763)	(2,134)
Provided in the year	5,258	7,111
At end of the year	4,828	5,319

The above provision represents contingent amounts payable under the terms of transfer agreements.

21 Provisions for Liabilities – Deferred Taxation

The amount of deferred taxation provided in the financial statements is as follows.

	Group	
	2014	**2013**
	£000	**£000**
Capital allowances in excess of depreciation	(615)	(592)
Other timing differences	615	592
Unutilised tax losses	-	-
Total deferred tax liability	-	-

The amount of potential deferred taxation not provided in the financial statements is as follows.

	Group	
	2014	**2013**
	£000	**£000**
Unutilised tax losses	25,962	28,060
Surplus other timing differences	-	-
Surplus on revaluation of properties	(213)	(213)
Unprovided deferred tax asset	25,749	27,847

The deferred tax asset of £25,749,000 (2013 – £27,847,000) has not been recognised as, in the opinion of the board, there is insufficient evidence of appropriate profits in the future that would lead to the asset crystallising.

The group's freehold properties, excluding the Boleyn Ground, were revalued in 2012 in accordance with FRS 15 "Tangible Fixed Assets". It is the group's intention to retain these properties for the foreseeable future. No deferred tax has therefore been provided on the gains arising from the revaluation as such tax would only become payable if any of the properties were sold without rollover relief being obtained.

22 Called up Share Capital

	Group & Company 2014 £000	Group & Company 2013 £000
Allotted and fully paid		
2,000 ordinary shares of £1 each	2	2

Ordinary shares have full voting and dividend rights.

23 Share Premium Account

	Group & Company 2014 £000	Group & Company 2013 £000
	-	-
At start and end of the year	34,999	34,999

24 Capital Redemption Reserve

	Group & Company 2014 £000	Group & Company 2013 £000
At start and end of the year	111,499	111,499

25 Revaluation Reserve

	Group 2014 £000	Group 2013 £000
At start of the year	831	831
Adjustment on revaluation of properties	-	-
At end of the year	831	831

26 Profit and Loss Account

	Group 2014 £000	Group 2013 £000	Company 2014 £000	Company 2013 £000
At start of the year	(209,175)	(205,664)	(58,200)	(58,200)
Profit/(loss) for the financial year	10,345	(3,511)	-	-
At end of the year	(198,829)	(209,175)	(58,200)	(58,200)

27 Reconciliation of Movements in Shareholders' Deficit

	Group	
	2014	**2013**
	£000	**£000**
At the start of the year	(61,844)	(58,333)
Profit / (loss) for the financial year	10,345	(3,511)
Closing shareholders' deficit	(51,498)	(61,844)

28 Operating Lease Commitments

At 31 May 2014 the group was committed to making the following annual payments in respect of operating leases.

	Group	
	2014	**2013**
	£000	**£000**
Land and buildings		
Expiring within one year	-	-
Expiring within two to five years	253	259
	253	259
Other operating leases		
Expiring within one year	31	11
Expiring within two to five years	83	90
	114	101
	367	360

29 Contingent Liabilities & Guarantees

In common with other group companies, the company is party to a group VAT registration whereby each member company guarantees the liability to VAT of the other members.

The company is a guarantor of sums borrowed by West Ham United Football Club Limited under its banking facilities.

Under the terms of transfer agreements for certain players, additional transfer fees might be payable dependent on the success of the football club or those players making a certain number of club or international appearances. At the balance sheet date the maximum contingent liability was £7,040,000 (2013 – £2,460,000).

Other than with regard to the potential contingent liability in respect of additional transfer fees, contingent liabilities are not expected to give rise to any material losses.

30 Contingent Assets

Under the terms of certain contracts for the sale of players' registrations, future payments may be received over a number of years, dependent on the future performance of the players sold and the future success of the buying clubs. At this stage it is impractical to quantify the likely financial effect of these provisions or to state with any degree of certainty that any payments will be received. Accordingly no further disclosure is made.

31 Post Balance Sheet Events

Transfer of player registrations completed subsequent to 31 May 2014 amount to a net £23,024,000 payable by the Group (2013 - £23,424,000 payable) with a further net £4,764,000 payable (2013 - £4,067,000 payable) contingent on certain future events..

On 12 August 2013 the company took out a short term loan with Vibrac Corporation of £15.0m. This was secured on the Premier League Basic Payment for the 2013-14 season, and it was repaid accordingly on 5 August 2014. A further loan of £18.0m was taken out on 18 August 2014, again secured on future income from the Premier League Broadcasting contract.

On 1 September 2014 the company made a repayment of loan capital of £5.5m to CB Holding ehf.

32 Pension Scheme

Eligible staff are members of the Football League Limited Pension and Life Assurance Scheme which is a defined contribution scheme with a defined benefit section. The assets of the scheme are held separately from those of the group, the defined contribution section being invested with an insurance company and the defined benefit section with professional investment managers.

Until 31 August 1999 the Football League Limited Pension and Life Assurance Scheme had been a defined benefit scheme. Following an actuarial funding review of the scheme, the scheme actuary identified a substantial deficit and accrual of benefits was suspended with effect from 31 August 1999. Thereafter, the defined contributions section was established for future contributions on behalf of members.

Under UK pensions legislation, participating employers to the scheme, including the group, are required to contribute to the deficit in accordance with an agreed schedule of contributions. Following the actuarial valuation as at 31 August 1999 a schedule of contributions was put in place in July 2001 to pay off the deficit disclosed. It is required to carry out actuarial valuations every three years and updated deficits as at 31 August 2002, 31 August 2005, 31 August 2009 and 31 August 2012 were certified by the scheme actuary in January 2003, March 2006, July 2009 and May 2012 with new schedules of contributions put in place in April 2003, April 2006, September 2009 and September 2012 which took account of market movements since the valuation date.

Following these valuations, the group's total contribution towards the deficit was calculated as £4,957,000. Legislation permits participating employers to make good any deficit over an extended period and so the revised schedule provides for the balance of contributions to be paid between September 2012 and August 2023.

Total pension costs charged during the year amounted to £117,000 (2013 - £122,000).

33 Ultimate Controlling Party

As at the balance sheet date, David Sullivan owns 51.1% of the issued share capital of WH Holding Limited, and as a result has ultimate control over the Group.

34 Related Party Disclosures

On 1 July 2013, David Sullivan acquired 25% of the share capital of the company from CB Holding ehf, giving him a majority shareholding.

On 3 October 2013, David Gold increased his shareholding in the Club by 4.5% to 35.1% through purchase of shares from David Sullivan.

During 2014, entities controlled by David Sullivan and David Gold advanced unsecured loans of £1,750,000 each, in addition to the £45.7m advanced in previous years. Interest accrued at the year end totalled £3,176,000 and £3,167,000 respectively on their total unsecured loans.

David Sullivan and David Gold both own interests in in Telecom2 Limited, which is a telecommunications services partner to the company. During the year ended 31 May 2014, the company received payments from Telecom2 Ltd amounting to £46,757.

On 1st July 2013, the secured bank loan was refinanced with the new lenders being CB Holding ehf and David Sullivan. The loan of £25,527,000 was increased by £6,738,198 to include further subordinated loans. It is repayable by 31st December 2016 but there is an amortization schedule in place which will reduce the loan over that period.

On 30th August 2013, £5,500,000 was repaid. Interest is charged at 3.0% over LIBOR. A further £5,500,000 was repaid on 1st September 2014.

This loan was secured by legal charges on the company's freehold land and buildings and debentures over all the assets and undertaking of the company in favour of the new lenders. The David Sullivan loan is subordinated to the CB Holding ehf loan.