

Company Registration No. SC142420 (Scotland)

LIVINGSTON FOOTBALL CLUB LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2020
PAGES FOR FILING WITH REGISTRAR

LIVINGSTON FOOTBALL CLUB LIMITED

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LIVINGSTON FOOTBALL CLUB LIMITED

BALANCE SHEET

AS AT 30 JUNE 2020

	Notes	2020 £	£	2019 £	£
Fixed assets					
Intangible assets	4		26,571		27,353
Tangible assets	5		8,248		10,310
			<u>34,819</u>		<u>37,663</u>
Current assets					
Stocks		600		600	
Debtors	6	300,276		327,544	
Cash at bank and in hand		967,189		216,899	
		<u>1,268,065</u>		<u>545,043</u>	
Creditors: amounts falling due within one year	7	(814,473)		(482,902)	
Net current assets			<u>453,592</u>		<u>62,141</u>
Total assets less current liabilities			<u>488,411</u>		<u>99,804</u>
Creditors: amounts falling due after more than one year	8		(648,788)		(756,090)
Provisions for liabilities	9		-		(2,468)
Net liabilities			<u>(160,377)</u>		<u>(658,754)</u>
Capital and reserves					
Called up share capital	10		1,850,838		1,645,971
Other reserves	11		-		187,000
Profit and loss reserves			<u>(2,011,215)</u>		<u>(2,491,725)</u>
Total equity			<u>(160,377)</u>		<u>(658,754)</u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 12 July 2021 and are signed on its behalf by:

R Wilson
Director

Company Registration No. SC142420

LIVINGSTON FOOTBALL CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2020

1 Accounting policies

Company information

Livingston Football Club Limited is a private company limited by shares incorporated in Scotland. The registered office is The Tony Macaroni Arena, Alderstone Road, Livingston, West Lothian, Scotland, EH54 7DN.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

Livingston Football Club Limited is a subsidiary company of Opcco6 Ltd, a company registered in Scotland, with their registered office being The Tony Macaroni Arena, Alderstone Road, Livingston, West Lothian, Scotland, EH54 7DN. Opcco6 Ltd is the ultimate controlling party.

1.2 Going concern

These financial statements are prepared on the going concern basis. The directors have a reasonable expectation that the company will continue in operational existence for the foreseeable future. However, the directors are aware of certain material uncertainties which may cause doubt on the company's ability to continue as a going concern. To continue to operate as a going concern the company is dependent on the ongoing support of its directors and other lenders. As at the balance sheet date, the company's liabilities exceeded its assets by £160,377. However, the total liabilities of the company include £469,587 of loans which are not repayable on demand and will only be repaid when the company is in an appropriate financial position to do so. The directors have also considered the impact of Covid-19 on the company and continue to manage the business prudently throughout the Covid-19 epidemic. They therefore do believe that it has a material impact on the going concern status of the company. Accordingly, the financial statements continue to be prepared on a going concern basis.

1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT.

1.4 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Stamp duty on stadium lease

Over the term of the lease (being 50 years)

LIVINGSTON FOOTBALL CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

1 Accounting policies

(Continued)

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Plant and equipment	3 - 4 years straight line
Motor vehicles	4 years straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

1.7 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and costs that have been incurred in bringing the stocks to their present location and condition.

1.8 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.9 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Debtors

Debtors with no stated interest rate or receivable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the profit and loss account.

Creditors

Creditors with no stated interest rate and payable within one year are recorded at transaction price.

All interest bearing loans and borrowings which are basic financial instruments are initially recorded at the present value of cash payable. After initial recognition they are measured at amortised cost.

LIVINGSTON FOOTBALL CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

1 Accounting policies

(Continued)

1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.11 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.12 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.13 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.14 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease.

LIVINGSTON FOOTBALL CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

1 Accounting policies

(Continued)

1.15 Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

1.16 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2020 Number	2019 Number
Total	59	60

3 Other operating income

Other operating income includes government grant income received of £316,880 (2019: £nil) in relation to the Coronavirus Job Retention Scheme and £25,000 (2019: £nil) in relation to a Business Support Grant.

4 Intangible fixed assets

	Stamp duty on stadium lease £
Cost	
At 1 July 2019 and 30 June 2020	39,084
Amortisation and impairment	
At 1 July 2019	11,731
Amortisation charged for the year	782
At 30 June 2020	12,513
Carrying amount	
At 30 June 2020	26,571
At 30 June 2019	27,353

LIVINGSTON FOOTBALL CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

5 Tangible fixed assets

	Plant and equipment etc £
Cost	
At 1 July 2019	331,882
Additions	8,248
	<hr/>
At 30 June 2020	340,130
	<hr/>
Depreciation and impairment	
At 1 July 2019	321,572
Depreciation charged in the year	10,310
	<hr/>
At 30 June 2020	331,882
	<hr/>
Carrying amount	
At 30 June 2020	8,248
	<hr/>
At 30 June 2019	10,310
	<hr/>

6 Debtors

	2020 £	2019 £
Amounts falling due within one year:		
Trade debtors	49,687	177,417
Other debtors	248,526	150,127
	<hr/>	<hr/>
	298,213	327,544
	2,063	-
	<hr/>	<hr/>
Deferred tax asset (note 9)	300,276	327,544
	<hr/>	<hr/>

LIVINGSTON FOOTBALL CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

7 Creditors: amounts falling due within one year

	2020 £	2019 £
Bank loans and overdrafts	833	-
Trade creditors	175,684	143,884
Taxation and social security	237,022	127,033
Other creditors	400,934	211,985
	<u>814,473</u>	<u>482,902</u>

Bank loans above represent an unsecured bank loan from The Bank of Scotland plc obtained through the Coronavirus Bounce Back Loan Scheme. The loan is repayable over six years with no repayments required in the first year, and carries a fixed interest rate of 2.5% per annum.

8 Creditors: amounts falling due after more than one year

	2020 £	2019 £
Bank loans and overdrafts	49,167	-
Other creditors	599,621	756,090
	<u>648,788</u>	<u>756,090</u>

Bank loans above represent an unsecured bank loan from The Bank of Scotland plc obtained through the Coronavirus Bounce Back Loan Scheme. The loan is repayable over six years with no repayments required in the first year, and carries a fixed interest rate of 2.5% per annum.

Other creditors above include £469,587 of interest free loans which are not repayable on demand. This is per the Court of Session Decree issued on 17 April 2015 which instructed all loans prior to September 2010 will only be repaid when the company is in a financially viable position to do so. Since the year end, a balance of £215,367, which is included in the loans above, has reached a negotiated settlement and is now fully repaid. As this agreement was only reached after the year end, this balance has not been reclassified in these financial statements.

9 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the company and movements thereon:

	Liabilities 2020 £	Liabilities 2019 £	Assets 2020 £	Assets 2019 £
Balances:				
Fixed asset timing differences	-	2,468	2,063	-
	<u>-</u>	<u>2,468</u>	<u>2,063</u>	<u>-</u>

LIVINGSTON FOOTBALL CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

9	Deferred taxation	(Continued)
		2020
	Movements in the year:	£
	Liability at 1 July 2019	2,468
	Credit to profit or loss	(4,531)
	Asset at 30 June 2020	(2,063)

10	Called up share capital				
		2020	2019	2020	2019
	Ordinary share capital	Number	Number	£	£
	Issued and fully paid				
	Ordinary shares of £1 each	1,850,838	1,645,971	1,850,838	1,645,971

During the year the company issued 4,867 ordinary shares of £1 which were paid for in full.

During the year the company also converted £200,000 of loans payable into 200,000 ordinary shares of £1.

11 Other reserves

Other reserves represents non repayable on demand loan balances which had previously been assigned to be converted into share capital. The movement of £172,260 in the year to 30 June 2019 was in relation to a re-classified liability. The movement of £187,000 in the year to 30 June 2020 was in relation to a conversion into ordinary share capital as part of the share issue detailed in note 10.

12 Operating lease commitments

At the reporting end date the company had outstanding commitments for future minimum lease payments:

	2020	2019
	£	£
Within one year	58,284	54,684
Between two and five years	209,126	209,810
In over five years	1,507,800	1,558,200
	<u>1,775,210</u>	<u>1,822,694</u>

The lease commitment above which is payable in over five years relates solely to the stadium lease which expires in May 2055.

LIVINGSTON FOOTBALL CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

13 Capital commitments

Amounts contracted for but not provided in the financial statements:

	2020 £	2019 £
Acquisition of tangible fixed assets	37,145	-

14 Events after the reporting date

Since the year end the directors have been involved in a dispute with certain former investors and are undertaking a detailed review of all balances due to these parties, together with any related share issues to clear these balances. This review is being undertaken in conjunction with professional advisers and is still ongoing at the date of signing these financial statements.

Following a Court of Session Decree issued on 17 April 2015 the principal was established that loans made by certain investors to the club prior to September 2010 were not repayable on demand, and should only be repaid when the company could afford to do so. Following this, the financial statements for the year ended 30 June 2017 established "other reserves" of £583,260 in relation to non repayable loans on the basis that these amounts were expected to be converted to share capital.

Since that date, £300,000 of shares had previously been issued to Opcco 6 Limited from that reserve and during the year to 30 June 2020 a further £200,000 of shares were issued to Opcco 6 Limited. The balance of £83,260 has been released back to non repayable loans. It is the issue of these shares, the subsequent reallocation of the balance of that reserve and the value included in creditors: amounts due within more than one year relating to repayable loans prior to September 2010 that is being examined.

As detailed in note 8, one of these balances has been the subject of a negotiated settlement since the year end, and has subsequently been repaid.

The financial statements do not reflect any balance sheet reallocations that may be necessary once the review has been completed.

15 Related party transactions

The directors are of the opinion that all related party transactions are conducted under normal market conditions and on an arm's length basis and therefore do not need to be disclosed under FRS 102 section 1A appendix C.

16 Directors' transactions

Other creditors within creditors: amounts falling due within one year, include an interest free loan of £100,000 provided by a director during the year to 30 June 2020 to assist with cash flow during the Covid-19 epidemic. This loan has subsequently been repaid after the year end.

LIVINGSTON FOOTBALL CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2020

17 Effect of changes in accounting policies

During the reporting period, the directors have amended the depreciation accounting policy for fixed assets from a reducing balance depreciation method to a straight line depreciation method, as disclosed in note 1.5.

Additionally, the directors have amended the accounting policy for income generated from employees loaned to independent third parties. This income was previously netted against cost of sales but is now shown within turnover. The comparative information has been restated for this accounting policy change, which resulted in a reclassification adjustment between turnover and cost of sales for £50,688 for the year to 30 June 2019.

18 Audit report information

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

Emphasis of matter - events after the reporting date

We draw attention to note 14 of the financial statements, which describes an ongoing event after the reporting date. Our opinion is not modified in respect of this matter.

The senior statutory auditor was Iain Binnie.

The auditor was Geoghegans.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.