MANCHESTER CITY FOOTBALL CLUB P.L.C.

Report and Accounts

1993

(No. Sheets = 20 imcluding this front sheet)





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Notice of Meeting

NOTICE IS HEREBY GIVEN that the ninety-ninth Annual General Meeting of the Company will be held on Thursday 28th October, 1993 at the Manchester City Social Club, Maine Road, Moss Side at 12.00 noon.

Agenda

- 1. To confirm the Minutes of the last Annual General Meeting.
- 2. To receive the Auditors' Report.
- 3. To receive and consider the Accounts and the Directors' Report.
- 4. To re-elect P. J. Swales as a Director of the Company. To re-elect A. G. Thomas as a Director of the Company. To re-elect B. Turnbull as a Director of the Company. To re-elect J. Greibach as a Director of the Company.
- 5. To re-appoint Boardmans as Auditors.
- 6. To authorise the Directors to fix the remuneration of the Auditors.
- 7. Any other business.

By Order of the Board J. B. HALFORD, Secretary. 1st. October, 1993

Notes to the Agenda

- 1. The Company's Articles of Association provide that no person except a retiring Director shall be elected as Director unless seven days previous notice in writing shall be given to the Company of the intention of any member to propose any person other than a retiring Director for election to the office of Director, stating the name and address of the person who offers himself, or is proposed as a candidate.
- 2. Any member entitled to vote at this Meeting may appoint another person, who need not be a member, as his proxy to attend and vote on his behalf. The instrument appointing a proxy duly witnessed shall be deposited at the Registered Office of the Company not less than forty-eight hours before the time for holding the Meeting.

DIRECTORS

P. J. SWALES (Chairman)
F. PYE (Vice-Chairman)
I. L. G. NIVEN F.B.I.I.
C. B. MUIR O.B.E.
A. G. THOMAS
G. J. DOYLE
W. A. MILES
B. TURNBULL
J. GREIBACH

SECRETARY J. B. HALFORD

MANAGER B. HORTON

Registered Office Maine Road, Moss Side, Manonester NIt4 774N

Bankers
THE ROYAL BANK OF SCOTLAND pic

Auditors

EOARDMANS

Chartered Accountants

Solicitors FOX BROOKS MARSHALL

Chairman's Statement

I am pleased to report a record trading profit before player transfers of £2.3 million (1992 : £0.8 million) on turnover for the year of £10.1 million (1992: £9.0 million). After net expenditure on players of £1.2 million (1992: £0.2 million) there remained a surplus of over £1 million (£0.6 million). No dividend is being recommended (1992: nill) and this continues our policy of making trading profits to be invested in the team and the stadium.

The net assets of the club at the year end were £3.8 million (1992: £2.8 million; but this takes no account of any valuation of the players which your Board considers to be substantial, not of the full value of the stadium which has not been revalued since 1979.

In your Board's view, the Premier League has been albig success and can only go from strength to strength. We finished minth in the league and our accrage league attendance for the season was 24 695.

The commercial side of the club has had an excellent year. Record figures were produced yet again and we are rightly proud of the progress which has been made in this area. Completion of the new Umbro Stand, containing 48 executive boxes offering some of the linest facilities for corporate hospitality in the Premier League, is a major achievement. It was opened on 7 March 1993 by Peter Lee from the Football Trust and Peter Kenyon from Umbro, both of whom provided invaluable help in completing this stand. The boxes will provide a strong source of income from the business community and the new stand, which also boasts public catering amenities of the highest quality, is another example of our determination to make Maine Fload one of the finest stadiums in Europe

Work on the Kippax Stand is well under way. The new public address system has now been installed, much to spectators' relief. We continue to develop the Platt Lane Complex which is one of the best football and community centres in the country used by over 2,500 people per week. The main building is to be made two-storey and there is now parking for over 250 cars.

The close season saw the renewal of our shirt sponsorship by Brother which will take our association with that company to nine years, one of the longest sponsorship relationships in football. We are delighted that Kaye Tazakii and his fellow directors at Brother have pledged their support for another three years. Thanks are also due to Torm Garner Motors who presented the club with a new minibus for the transportation of our jumor players, to Greenals for their continued support, and once again, to Umbro for the sponsorship of the new stand.

Certain parties have expressed an interest in becoming involved with the club. In the light of recent comments in the media your Board wishes to make it crear that no formal proposals have been received regarding an offer for the club or the acquisition of shares in the club. We are taking steps to contact interested parties to establish the nature of any proposals they may have and to evaluate whether such proposals are in the best interests of the club, its shareholders and supporters.

I believe the accounts show that the club is now in alhealthy financial position which will provide a springboard for succession the field. Finally, I should like to thank the supporters, stall and players for their continued efforts for Manchester City.

P. J SWALES Chairman

Much

Report of the Directors 1993

The Directors submit their report and the audited accounts for the year ended 31st May, 1993.

- 1. Principal Activity and Review of the Business

 The principal activity of the Company is that of a professional football club. A review of the business and future developments is included in the Chairman's report.
- 2. Results and Dividends
 The profit for the year transferred to reserves amounted to £1,059,060
 (1992 £632,427). No dividends are proposed in respect of the year. (1992 £mil).
- Directors
 The Directors and their interests in the shares of the Company at the end of each financial
 year were as set out below -

	Ordinary Shares		*A* Ordinary Non Voting Shar	
	1993	1992	1993	1992
P. J. Swaies	226,850	226,550	2,500	2,500
I. L. G. Niven	31,004	31,004	300	300
C. S Mutr	457	457	2,700	2,000
A. G Tinomas	150	150	comt.	(day
G. J. Doyle	15	15	\$##*	-
F. Pye	1,062	1,062	-	Mag.
W. A. Miles	10,345	10,345	250	250
B. Tombuil	10	₹Ø	250	250
J. Greibach	10	10	20	***

P. J. Swales, A. G. Thomas, B. Tumbull and J. Greibach offer themselves for re-election.

Mr. M. T. Harwich resigned as a director on 6th August, 1992

Mr. W. C. Adams resigned as a director on 9th July, 1992

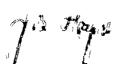
4. Fixed Assets

The changes in fixed assets during the year are summanised in note 6 to the accounts on page 13

- Political & Charitable contributions
 Donations to charitable organisations during the year amounted to \$1.875.
- 6. Auditors

The aucitors, Boardmans have expressed their witingness to continue in office and a resolution for their re-appointment will be submitted at the Annual General Meeting

By Croer of the Board J. B. HALFORD. Secretary 1st October, 1993



Report of the Auditors

To the Members of Manchester City Football Club plc.

We have audited the Financial Statements on pages 7 to 17 in accordance with auditing standards.

In our opinion, the financial statements give a true and fair view of the state of the Company's affairs at 31st May, 1993 and of its profit and cash flows for the year their ended and have been properly prepared in accordance with the Companies Act 1985

BOARDMANS. Registered Auditors Chartered Accountants Hale.

1st October 1993

Cheshire

BOARDMANS Characted Accountants Century Hease Ashley Boad, Hale Akuncham WA15 9TG

Profit and Loss Account

Year Ended 31st May, 1993

		1	993	19	92
	Notes	3	£	£	£
TURNOVER	2		10,096,385		8,973,928
Administrative Expenses Staff Costs Transfer fees expenditure Payments to other Clubs, Leagues and Associations	3(a) 3(b)	1,820,363 3,966,314 2,965,025 333,091		1.562.593 3.173.049 3.315,594 134,691	
			9 084,793		8.185.927
OPERATING PROFIT	3		1,011592		788,001
Donations from Development Association	41		233 253		207,080
			1,241845		995,081
Interest Payable	4		185,785		362,654
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	}		1,059,060		632,427
Tax on Profit on ordinary activities	5		\$\$		CSC.
PROFIT FOR THE FINANCIAL YEAR	R		£ 1,059 260		£ 632,427
			gen a c gyppe ca to all		the state of the s

Balance Sheet

As at 31st May, 1993

		718	993	19	92
	Nates	2	2	3	£
FIXED ASSETS					
Tangible Assets	8		t: 434,035		£,84£,73£
CURRENT ASSETS					
investments		7.030		1.930	
Stock	8	2 619		5 320 613 837	
Debtors	Œ.	819 415			
Cash in Hand		3.016		7 830	
		tiral enembereday		********	
		826,040		826,057	
CREDITORS					
Amounts falling due					
within one year	TIC!	(5,326,187)		(6,339 465)	
NET CURRENT LIABILITIES		Ezdan andririna in finition	(4,500,147)		(5,513,398)
TOTAL ASSETS LESS CURRENT			terra destas e rras men		C. Marcianite Statement County
LIABILITIES			6.933,888		3,836,341
CREDITORS					
Amounts falling due after					
more than one year	11 11		(3,095,850)		(1,057,363)
					Concession of the Concession o
			820,828,038		£2,778,978
			y M. T. I an him opening garge		en skrap professor of the "Any "proper" of the "Any "proper" of the "Any "Any "proper" of the "Any "Any "Any "Any "Any "Any "Any "Any
Financed by:					
Called up Share Capital	12		778.866		778,866
Share Premium	13		50,341		50,341
Calls on Shares Forfeited	.4< 14		23		23
Revaluation Reserve	414		4,489,710		4,489,710
Profit and Loss Account	115		(1,480,902)		(2,539,962)
			23,838,038		£2,778,978
			- franzz-1 (15:5)15-1445#		TO THE WAS DESTRUCTED A

These Financial Statements were approved by the directors on 1st. October 1993.

P. J. SWALES A. G. THOMAS

J. B. Halford, SECRETARY

Cash Flow Statement

Year Ended 31st May, 1993

		1993	1992
	3	£	£
NET CASH INFLOW FROM OPERATING ACTIVITIES		1,614,692	1,849,177
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE Interest Paid Interest Received	(† 85.785)		(362,654) —
Net Cash Outflow from returns on investments and servicing of finance	make y physician at more establ	(185,785)	(362,654)
TAXATION UK Corporation Tax		-	***
INVESTING ACTIVITIES Purchase of Fixed Assets Sale of Fixed Assets	(2.146,293)) 1,000		(948.216)
Net Cash Outlow from investing activities		(2,145,293)	(948,216) ———
NET CASH (OUTFLOW)) INFLOW BEFORE FINANCING		(716,386)	538,307
FINANCING Loan Capital repaid New Loans Issue of Shares	(338.018)) 1.615.000		(255.389) 145.000 102
		1,276,982	(110,287)
Movement in cash and cash equivalents		£560,596	£428,020
		第一次・中央・学・企会を担保・14歳からからかりませんが、 のようないのでは、、、、、、、、、、、、、、、、、、、、、、、、、、、、、、、、、、、、	(f. palls and p ¹ = 20,000, decides a sensition of indiagonal decides and indiagonal decid

Notes to the Cash Flow Statement

Year Ended 31st May, 1993

1. Reconciliation of operating profit to net cash inflow from operating activities

	1993 £	1992 £
Operating Profit	1,011,592	788.001
Depreciation	60.565	48.702
Stocks	691	(300)
Debtors	(5,478)	(250,963)
Creditors	314.069	1,05€.657
Donations from Development Association	233,253	207,080
Net Cash inflow from operating activities	£1,614,692	£1,849,177
riet Oasii iililow iiolit operatiilig activilies	27,017,002	2,,0,0,,,,

2. Analysis of changes in cash and cash equivalents during the year

	£	£
Balance at 1st June 1992 Movement in the year	(2,233,138) 560,596	(2,661,158) 428,020
Balance at 31st May 1993	£(1,672,542)	£(2,233,138)

3. Analysis of the balances of cash and cash equivalents as shown in the Balance Sheet

	£	£
Cash at Bank and in hand	3,016	7,830
Short term investments	1,000	1,000
Bank Overdrafts	(1,676,558)	(2,241,968)
	£(1,672,542)	£(2.233,138)

ACCOUNTING POLICIES

These financial statements have been prepared in accordance with applicable accounting standards under the historical cost convention as modified by the revaluation of certain tangible fixed assets.

(a) TURNOVER

Turnover represents amounts receivable by the Company, excluding value added tax, for goods and services supplied.

(b) TANGIBLE FIXED ASSETS

Tangible fixed assets are shown at their original cost to the Company with the exception of freehold land and buildings at Maine Road which were revalued in 1979 at £5,433,000. The related historical cost of the assets revalued was £943,290 and subsequent additions are included at cost, less grants received.

(c) DEPRECIATION

It is the company's policy to maintain its freehold buildings to a high standard to protect and develop its trade. In the opinion of the directors the property retains a value in excess of its book value and accordingly no provision for depreciation is made. Depreciation has been charged on other tangible fixed assets as follows:-

Fixtures and Fittings Computer equipment Motor Vehicles 10% straight line 25% straight line 25% reducing balance.

These rates are designed to write off the assets over their estimated useful lives.

(d) TRANSFER FEES

Transfer fees receivable and payable have been written off during the year to the Profit and Loss Account and amounted to net expenditure of £1,245,025 (1992 – £237,844).

(e) DEFERRED TAXATION

There is no deferred taxation liability due to losses incurred in prior years.

(f) STOCK

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

(g) LEASED ASSETS

When assets are acquired under finance leases, the assets are included in the balance sheet at cost less depreciation with future payments shown as a liability net of interest.

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

2.	TUF	RNOVER	1993 £	1992 £
	Rela	e Receipts ated Activities asfer Fees receivable	3.824,770 4.551,615 1,720,000	3.154.397 2.741.781 3.077.750
			£10.096.385	28.978.928
		ERATING PROFIT erating profit is stated after charging:-		
	(a)	Administrative Expenses	1993	1992
		General Overheads Cost of Sales Depreciation and loss on sale Auditors Remuneration Vehicle Leasing and hire Directors emoluments Fees for other services provided by the Auditors	£ 1,487,263 231,061 60,997 3,250 23,079 7,463 7,250	£ 1,214,921 259,664 48,702 3,000 22,326 6,980 7,000
-	<i>(</i> L)	Staff Cooks	£1,820,363	£1,562,593
	(b)	Staff Costs during the year amounted to:-	1993	1992
		Wages and Salaries Social Security Costs Pension Costs	£ 3,617,230 323,183 25,901	£ 2,878,854 270,881 23,314
			£3,966,314	£3,173,049
		The average weekly number of employees during t	1993	1992
		Office and Management Playing Staff Other	Number of 42 46 22 —— 110	Employees 38 42 18 98

INTEREST PAYABLE

4.	INTEREST PAYABLE			1993	1992 £
	Bank Overdrafts Building Loan Mortgage repayable in mo Hire Purchase Interest Capitalised Interest	re than 5 years		£ 52,524 14,846 6,235 3,068 90,888)	2 307,150 41,375 7,684 6,445 -
		•	£1	85,785 ———	£362,654
5.	TAX ON PROFIT ON ORI	DINARY ACTIVITIES		1993	1952
	Corporation Tax on results	s of the year		ENIL	£NIL
6.	FIXED ASSETS	•			
	Tangible Assets	Freehold Land and Buildings £	Fixtures Fittings Equipment £	Motor Vehicles £	Totals £
	(a) Cost/Valuation At 1st June, 1992 Additions Disposals	9,077,244 1,863,201 	669,265 258,092 —	51,596 25,000 (21,700)	9,798,105 2,146,293 (21,700)
	At 31st May, 1993	10,940,445	927,357	54,896	11,922,698
	(b) Depreciation At 1st June, 1992 Charges for the year On disposals		412,390 53,588 —	35,976 6,977 (20,268)	448,366 60,565 (20,268)
	At 31st May, 1993	_	465,978	22,685	488,663
	(c) Net Book Value At 31st May, 1993	£10,940,445	£461,379	£32,211	£11,434.035
	At 31st May 1992	£9.077,244	£256,875	£15,620	£9,349,739
	Capital Commitments			1993 £	1992 £
	Contracted for but not pro Authorised but not contract			152,872 -	4,465,000 334,000

⁽a) The net book value of fixed assets at 31st May, 1993 includes £28,275 (1992 - £43,999) in respect of assets on hire purchase.

⁽b) The cost of tangible assets includes £90,888 of capitalised interest relating to the construction of the Umbro Star.d (1992 - £NIL).

Notes to the Accounts 1993

7.	INVESTMENTS		
	1,000 £1 shares in TSB Group Plc	1993 £1,000	1992 £1,000
	The market value of the above investment as at 31st May, 1993	was £1 800.	
٤۽	STOCK	1000	4600
	Goods for resale	1993 £2,609	1992 £3,300
9.	DEBTORS		
		1993 £	1992 £
	Trade Debtors Prepayments Other Debtors	528,190 107,755 183,470	387,412 90,940 335,585
		£819,415	£813,937
10.	CREDITORS - Amounts falling due within one year		
	•	1993 £	1992 £
	Building Loan Instalments Mortgage Instalments Bank Overdraft Trade Creditors Accruals Hire Purchase Instalments Taxation and Şocial Security Costs Loans Deferred Income Unclaimed Dividends	9,000 1,676,558 1,395,507 146,921 16,359 473,769 20,000 1,587,393 680	104,000 6,000 2,241,968 1,566,500 224,036 18,597 356,629 30,777 1,790,228 680
		£5,326,187	£6,339,465

The bank borrowings and mortgages are secured by charges on the land and premises at Maine Road and on the complex at Platt Lane.

11. CREDITORS - Amounts falling due after more than one year.

CHEDITORS - Amounts family due after more than one year	1993 £	1992 £
Building Loan Mortgage Loans Loans Deferred Income Hire Purchase Instalments	1,500,000 172,414 775,946 647,490	148,000 184,074 708,931 - 16,358
	£3,095,850 	£1,057,363
Mortgages	1993 £	1992 £
Mortgage secured on Social Club Premises s interest free	126,533	132,533
The Mortgage secured on residential property bears interest at Bank mortgage rate on	54,881	57,541
	£181,414 ————	£190,074
	£	£
Amounts repayable within five years Amounts repayable after five years	48,000 133,414	30,000 160,074
	£181,414	£190,074

The current portion of the mortgage amounting to £9,000 is shown in current liabilities (1992 – £6,000).

Financial Commitments

At the year end the company had commitments to make payments of £23,676 during the next year under operating leases which expire in between 1 and 5 years.

Loans	1993 £	1992 £
Amounts repayable within five years The current portion of the loans amounting to £20,000 is shown	<u>795,946</u> own in current liabilities	<u>739,708</u> (1992 – £30,77
CALLED UP SHARE CAPITAL	1993 £	1992 £
Authorised 750,000 Ordinary Shares of £1 each 250,000 "A" Ordinary Non-Voting Shares of £1 each	750,000 250,000	750,000 250,000
	£1,000,000	£1,000,000
Issued 702.000 Ordinary Shares of £1 each 48,000 Ordinary Shares of £1 each – 25p paid 64,866 "A" Ordinary Non-Voting Shares of £1 each	٤	£
	702,000 12,000 64,866	702,000 12,000 64,866
	£778,866	£778,866

13.	SHARE PREMIUM	1993	1992
	Premium arising from the issue of "A" Ordinary Non-Voting shares net of costs of issue	£50,341	£50,341
14.	REVALUATION RESERVE	1993	1992
	Arising on the 1979 revaluation of freehold land and buildings at Maine Road	£4,489,710	£4,489.710
15.	PROFIT AND LOSS ACCOUNT	1993 £	1992 £
	At 1st June 1992 Profit for the year	(2,539,962) 1,059,060	(3.172,389) 632,427
	At 31st May, 1993	£(1,480,902)	£(2.539,962)

16. CONTINGENT LIABILITIES

There were no contingent liabilities as at 31st May, 1993 (1992 - Nil).

17. TAX STATUS

The Company is considered to be a close company within the provision of the Income and Corporation Taxes Act 1988.

18. FINANCIAL TRANSACTIONS WITH OFFICERS

During the year, payments amounting to £53,333 (1992 – £50,000) were made to Peter J. Swales Limited, a company controlled by Mr. P. J. Swales for his services as full time Chairman of the club.

Minutes

MINUTES OF THE 98TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS HELD AT THE MANCHESTER CITY SOCIAL CLUB, MAINE ROAD, MANCHESTER ON FRIDAY, 30TH OCTOBER 1992 AT 12.00 NOON.

Present

Mr. P. J. Swales, Chairman; Mr. F. Pye, Vice Chairman; Mr. I. L. G. Niven, Senior Director; Mr. C. B. Muir, Director, Mr. A. Thomas, Director; Mr. G. J. Doyle, Director; Mr. W. A. Miles, Director; Mr. J. Greibach, Director.

Mr. J. B. Halford, Secretary: Mr. S. Conway, Auditor and Mr. K. Wilcock, Solicitor were also in attendance.

There were 153 shareholders present.

Notice

The Notice convening the Meeting was read by the Secretary.

Minutes

It was proposed by Mr. H. Collins and seconded by Mr. E. Jones that the Minutes of the last Annual General Meeting held on 1st November 1991 of which a copy had been sent to all registered Shareholders, would be taken as read and signed by the Chairman as a true and correct record.

Matters Arising

The Chairman gave an up-date to the Shareholders in respect of points which had been raised at last year's Meeting as follows:-

- Electronic scoreboard: He assured the Shareholders that a new scoreboard will be installed when the rebuilding of the Platt Lane Stand had been completed and also when alterations to the Kippax Street Stand, in order for the Club to comply with Government legislation in respect of all-seater stadia, had been completed.
- Public address system: An entirely new system was to be installed in the Stadium early in 1993 following the completion of the development of the Platt Lane Stand.
- 3. Kippax Street Stand: The Club was endeavouring to resist having to place seats in the Kippax Street Stand as they supported the spectators' cause to retain standing. Only if that cause was eventually defeated would seats be installed in that area by August 1994.

Auditors' Report

Mr S. Conway read the Report on behalf of the Auditors.

Accounts and Directors Report

The Chairman answered various questions relating to the Accounts and progress of the Company and the Shareholders were pleased with the profitability of the Accounts for the year ending 31st May 1992. It was proposed by Mr. H. Collins and seconded by Mr. P. Bagshawe that the Accounts and Directors Report for the year ending be approved and adopted and this was declared unanimously.

Re-Election of Directors

The Chairman explained the areas of responsibility for which the two Directors who were up for re-election covered on befralf of the Company and, in accordance with the Articles of Association, they retired and in rotation, being eligible, offered themselves for re-election.

Mr. I. L. G. Niven proposed by Mr. J. Akin and seconded by Mr. J. Heale.

Mr C. B. Muit proposed by Mr. N. Basso and seconded by Mr. B. Williams.

The Chairman thanked the Shareholders on behalf of the two Directors. Mr M. T. Horwich and Mr. W. C. ams had retired as Directors during the current year and had been appointed Honourary Presidents of the Club and he thanked and complimented them both for their work and support whist serving on the Board of Directors. He also thanked the Shareholders for their continued support in the Board and his fellow members.

Minutes

Re-Appointment of the Auditors

Mr. D. Homer proposed and Mr. H. Collins seconded that Boardmans be re-appointed Auditors of the Company and that they hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting of the Company. This was declared carried by the Shareholders.

Remuneration of the Auditors

It was proposed by Mr. E. Kay and seconded by Mr. E. Phillips that the Directors be authorised to fix the remuneration of the Auditors and this was declared carried by the Shareholders.

Any Other Business

The Chairman explained to the Shareholders the implications of all-seater stadia and said that he and his fellow Directors supported whole-heartedly the efforts to retain standing areas at football stadia for supporters. In the event of the ail-seater stadia being enforced, this would result in increased costs to supporters. The Board's feelings were also that supporters in large numbers would not accept the rule that they had to sit down and football as a whole would lose their support.

Every effort was being made to maintain standing areas and he hoped that in 12 months' time, at the next Annual General Meeting, this campaign would have proved successful.

Mr. B. Eastwood, who had been pressing the Club regarding a new electronic scoreboard, informed the Shareholders that he had forwarded to the Club details of a new scoreboard which would cost £150,000 and he explained the attractive features which this scoreboard would give to all supporters if installed.

The Chairman thanked the Shareholders for their attendance and declared that Mr. P. Reid, Team Manager was now available to answer questions from the Shareholders.

There being no further business, the Chairman declared the Meeting closed.