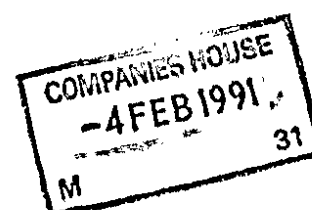




DIRECTORS' REPORT AND ACCOUNTS

C F BOOTH LIMITED

31 MARCH 1990



Ernst & Young

C F BOOTH LIMITED

DIRECTORS' REPORT

Directors: K F Booth (Chairman)
 C K F Booth
 J H Booth
 J Jones
 C T Wilkinson

Secretary: K F Booth

Registered office: Clarence Metal Works, Armer Street, Rotherham
 South Yorkshire S60 1AF

The directors present their report and the audited accounts for the year ended 31 March 1990.

PRINCIPAL ACTIVITIES AND REVIEW OF BUSINESS DEVELOPMENTS

The principal activities of the group continued to be metal recycling and the manufacture of prime metal from two sites in Rotherham and sites in Sheffield and Barnsley.

An analysis of group turnover and results between the different classes of business is given in note 3 to the accounts.

SUBSEQUENT EVENTS AND FUTURE DEVELOPMENTS

There have been no events to the date of this report which have materially affected the company. The group will pursue its existing activities.

RESULTS AND DIVIDENDS

The profit for the year attributable to members amounts to £989,000 and is dealt with as shown in the consolidated profit and loss account. The directors do not propose to pay a dividend.

DIRECTORS

The directors of the company during the year ended 31 March 1990 were those listed above.

DIRECTORS' INTERESTS

According to the register maintained as required under the Companies Act 1985, the directors' interests in the share capital of the company were as follows:

	31 March	
	1990	1989
K F Booth	25,075	25,075
C K F Booth	3,700	3,700
J H Booth	2,182	2,182
J Jones	Nil	Nil
C T Wilkinson	2,085	2,085

No director had an interest in the shares of any subsidiary, other than as a nominee for C F Booth Limited, during the year.

C F BOOTH LIMITED

DIRECTORS' REPORT

DISABLED PERSONS

It is the company's policy to give full consideration to suitable applications for employment from disabled persons.

Opportunities also exist for employees of the company who become disabled to continue in their employment or to be trained for other positions within the company.

EMPLOYEE INVOLVEMENT

Employees are provided with information on matters of concern to them at a level commensurate with their current understanding of the financial and economic factors affecting the performance of the group. Most employees are in regular contact with senior management when they are able to discuss decisions likely to affect their interests.

AUDITORS

Ernst & Young have expressed their willingness to continue in office as auditors and a resolution proposing their reappointment will be submitted at the annual general meeting.

By order of the board

K F Booth

Secretary

14 August 1990

Ernst & Young

REPORT OF THE AUDITORS TO THE MEMBERS OF C F BOOTH LIMITED

We have audited the accounts set out on pages 4 to 28 in accordance with Auditing Standards.

In our opinion the accounts give a true and fair view of the state of affairs of the group at 31 March 1990 and of the profit and source and application of funds of the group for the year then ended and have been properly prepared in accordance with the Companies Act 1985.


Ernst & Young

Chartered Accountants

SHEFFIELD

14 August 1990

S F BOOTH LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 1990

	Note	1990 £'000	1989 £'000
TURNOVER	2/3	50,618	46,872
OPERATING COSTS	4	48,765	44,456
		<hr/>	<hr/>
GROUP OPERATING PROFIT	5	1,853	2,416
Share of loss of non-consolidated group	6	(225)	(75)
Other income	8	12	58
		<hr/>	<hr/>
		1,640	2,399
Interest payable	9	93	248
		<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		1,547	2,151
Taxation	10	558	730
		<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		989	1,421
Extraordinary item	11	-	122
		<hr/>	<hr/>
RETAINED PROFIT FOR THE FINANCIAL YEAR		989	1,543
		<hr/>	<hr/>
STATEMENT OF RETAINED PROFITS			
Balance at 31 March 1989		8,704	7,142
Retained profit for the year		989	1,543
Purchased goodwill written off		-	(84)
Transfer from revaluation reserve		-	103
		<hr/>	<hr/>
Balance at 31 March 1990	13	9,693	8,704
		<hr/>	<hr/>

C F BOOTH LIMITED

CONSOLIDATED BALANCE SHEET - 31 MARCH 1990

	Note	1990 £'000	1989 £'000
FIXED ASSETS			
Tangible assets	14	5,467	4,944
Investments	15	189	299
		<hr/>	<hr/>
		5,656	5,243
		<hr/>	<hr/>
CURRENT ASSETS			
Stocks	16	3,657	3,457
Debtors	17	8,833	10,184
Cash at bank and in hand		101	133
		<hr/>	<hr/>
		12,591	13,774
		<hr/>	<hr/>
CREDITORS - amounts falling due within one year			
Bank overdrafts	18	1,990	2,846
Trade and other creditors	19	4,666	5,685
		<hr/>	<hr/>
		6,656	8,531
		<hr/>	<hr/>
NET CURRENT ASSETS		5,935	5,243
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES		11,591	10,486
PROVISIONS FOR LIABILITIES AND CHARGES			
Deferred Taxation	20	435	353
		<hr/>	<hr/>
TOTAL ASSETS LESS LIABILITIES		11,156	10,133
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	21	50	50
Revaluation reserve	22	1,152	1,152
Other reserve	22	261	227
Profit and loss account	22	9,693	8,704
		<hr/>	<hr/>
		11,156	10,133
		<hr/>	<hr/>

K F Booth)
 J Jones) Directors


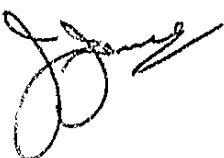
14 August 1990

Ernst & Young

G F BOOTH LIMITED

BALANCE SHEET - 31 MARCH 1990

	Note	1990 £'000	1989 £'000
FIXED ASSETS			
Tangible assets	14	2,822	2,803
Investments	15	856	864
		<hr/>	<hr/>
		3,678	3,667
		<hr/>	<hr/>
CURRENT ASSETS			
Stocks	16	263	248
Debtors	17	2,243	2,645
Cash at bank and in hand		642	1,024
		<hr/>	<hr/>
		3,148	3,917
		<hr/>	<hr/>
CREDITORS - amounts falling due within one year			
Trade and other creditors	19	1,870	2,985
		<hr/>	<hr/>
		1,870	2,985
		<hr/>	<hr/>
NET CURRENT ASSETS		1,278	932
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES		4,956	4,599
PROVISIONS FOR LIABILITIES AND CHARGES			
Deferred Taxation	20	202	140
		<hr/>	<hr/>
TOTAL ASSETS LESS LIABILITIES		4,754	4,459
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	21	50	50
Revaluation reserve	22	987	987
Profit and loss account	22	3,717	3,422
		<hr/>	<hr/>
		4,754	4,459
		<hr/>	<hr/>

 K F Booth)
) Directors
 J Jones)

14 August 1990

C F BOOTH LIMITED

CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS
FOR THE YEAR ENDED 31 MARCH 1990

	1990 £'000	1989 £'000
SOURCES OF FUNDS		
FROM OPERATIONS		
Profit on ordinary activities before taxation	1,547	2,151
Items not involving the movement of funds:		
Depreciation of fixed assets	715	689
Profit on sale of fixed assets	(56)	(180)
Share of loss of non-consolidated group	225	75
	<hr/>	<hr/>
Total generated from operations	2,431	2,735
OTHER SOURCES		
Proceeds of sale of fixed assets	135	500
	<hr/>	<hr/>
Total sources of funds	2,566	3,235
FUNDS APPLIED		
Purchase of goodwill	-	84
Purchase of fixed assets	1,317	875
Taxation paid	797	335
Purchase of shares in non-consolidated group	2	221
	<hr/>	<hr/>
	2,116	1,515
	<hr/>	<hr/>
INCREASE IN WORKING CAPITAL	450	1,720
	<hr/>	<hr/>
Arising from movements in:		
Stocks	200	275
Debtors	(1,351)	972
Trade and other creditors	777	(375)
Liquid funds	824	848
	<hr/>	<hr/>
	450	1,720
	<hr/>	<hr/>

G F BORTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

1 ACCOUNTING POLICIES

(a) Accounting convention

The accounts are prepared under the historical cost convention modified by the revaluation of freehold and leasehold property.

(b) Basis of consolidation

The consolidated accounts incorporate the accounts of the company and of each of its subsidiaries, apart from Rotherham United Football Club Limited (see note 6), for the year ended 31 March 1990. In accordance with Statement of Standard Accounting Practice 14 the financial statements of Rotherham United Football Club Limited have been included in the group accounts on pages 20 to 28.

(c) Depreciation of tangible fixed assets

Freehold land is not depreciated. The cost (after deducting investment and other government grants) or valuation of other fixed assets is depreciated by equal annual instalments over their expected useful lives as follows:

Freehold buildings	50 years
Long leasehold property	50 years
Plant and equipment	10 years
Office equipment	10 years
Skips and trailers	10 years
Motor lorries	5 years
Motor cars	4 years

Depreciation is not charged on any item of plant until it is installed and in operation.

(d) Stocks

Stocks are valued at the lower of cost and net realisable value after making due allowance for any obsolete or slow moving items. In the case of finished goods and work in progress, cost includes direct labour and an appropriate proportion of production overheads. The allocation of manufacturing fixed overheads has regard to budgeted normal production.

(e) Deferred taxation

Provision is made for deferred taxation, using the liability method, on short term timing differences and all other material timing differences which are not expected to continue in the future.

(f) Goodwill

Purchased goodwill and goodwill arising on consolidation, representing the excess of the purchase consideration over the fair value ascribed to the net tangible assets at the date of acquisition, is written off immediately against reserves.

(g) Pension benefits

Contributions to a separately administered pension fund are charged to the profit and loss account to spread the costs of pensions over the employees' working lives with the company. The regular pensions costs are attributed to individual years using the projected unit credit method. Variations in pension costs, which are identified as a result of actuarial valuations, are amortised over the average expected working lives of employees in proportion to their expected payroll costs.

G F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

2 TURNOVER

Turnover comprises the invoice value of goods and services supplied by the group exclusive of VAT and intra-group transactions.

3 ANALYSIS OF TURNOVER AND PROFITS BETWEEN ACTIVITIES

	Turnover		Profit on ordinary activities before taxation	
	1990 £'000	1989 £'000	1990 £'000	1989 £'000
Metal recycling	35,873	33,813	329	843
Prime metal manufacture	11,926	11,219	859	909
Other activities	2,819	1,840	359	399
	<hr/>	<hr/>	<hr/>	<hr/>
	50,618	46,872	1,547	2,151
	<hr/>	<hr/>	<hr/>	<hr/>

4 OPERATING COSTS

	1990 £'000	1989 £'000
Increase in stocks of work in progress and finished goods	(242)	(207)
Raw materials and consumables	39,183	36,294
Staff costs - wages and salaries	4,363	3,839
- social security costs	420	372
- other pension costs	140	83
Depreciation of fixed assets	715	689
Other operating charges	2,870	2,088
Other external charges	1,316	1,298
	<hr/>	<hr/>
	48,765	44,456
	<hr/>	<hr/>

Of the pension charge of £140,000, £84,000 relates to the group pension scheme (1989 - £71,000), and £56,000 to certain employees' personal pension schemes (1989 - £12,000).

The group operates two defined benefit pension schemes which are funded by the payment of contributions to separately administered trust funds.

The contributions to these schemes are determined with the advice of independent qualified actuaries on the basis of triennial valuations using the projected unit credit method. The most recent valuations were conducted as at 1 December 1989 and 31 January 1988 using the following assumptions:

	Group scheme	Subsidiary scheme
Future yield	9.5% per annum	9% per annum
Future rate of salary increases	8.5% per annum	8% per annum

The valuations show that the respective market value of the scheme's assets at that date were £254,000 and £324,000 with the actuarial value being sufficient to cover 80% and 98% of the accrued liabilities allowing for final pensionable salaries of the respective schemes. The deficiency in the group scheme is to be made up by increases in the funding rate in future years. The effect on the annual charge is not significant.

G F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

5 GROUP OPERATING PROFIT

Group operating profit is stated after charging:

	1990 £'000	1989 £'000
Hire of plant and equipment	259	188
Auditors' remuneration	52	48
Emoluments of directors (note 7)	271	133
and after crediting the following exceptional items:		
Profit on sale of land and buildings	-	222
Release of provision no longer required	-	50
Exceptional profit on contract	-	450
	—	—

6 SHARE OF LOSS OF NON-CONSOLIDATED SUBSIDIARY GROUP

This represents the appropriate proportion of the share of the loss of Rotherham United Football Club Limited for the year ended 31 March 1990. Rotherham United Football Club Limited does not prepare financial statements to the same date as the holding company and has been excluded from consolidation on the grounds of dissimilar activities.

During the year under review Rotherham United Football Club Limited acquired a wholly owned subsidiary, The Tivoli Limited.

7 EMOLUMENTS OF DIRECTORS

	1990 £'000	1989 £'000
Remuneration, including pension contributions	271	189
Compensation for loss of office	-	4
	—	—
	271	193
	—	—

The emoluments, excluding pension contributions, of directors are detailed as follows:

	1990 £'000	1989 £'000
Chairman	5	5
Highest paid director	87	65
	—	—
Other directors in scale	Number of directors	
£10,001 to £15,000	-	1
£20,001 to £25,000	2	2
£70,001 to £75,000	1	-
	—	—

G F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

8 OTHER INCOME

	1990 £'000	1989 £'000
Corporation tax repayment supplement	-	21
Interest receivable	12	37
	<hr/>	<hr/>
	12	58
	<hr/>	<hr/>

9 INTEREST PAYABLE

	1990 £'000	1989 £'000
Bank overdraft interest	93	248
	<hr/>	<hr/>

10 TAXATION

The charge based on the profit for the year comprises:

	1990 £'000	1989 £'000
UK corporation tax		
Current	554	819
Deferred	82	(6)
Share of tax credit of non consolidated group	(79)	(31)
	<hr/>	<hr/>
	557	782
Adjustment relating to prior years	1	(52)
	<hr/>	<hr/>
	558	730
	<hr/>	<hr/>

UK corporation tax has been provided at 35% (1989 - 35%). The elements of the deferred taxation credit for the year are available by reference to the movement between the 1989 and 1990 deferred taxation balances shown in Note 20.

11 EXTRAORDINARY ITEM

	1990 £'000	1989 £'000
Share of extraordinary item in non-consolidated subsidiary arising on sale of freehold property	-	142
Share of attributable taxation	-	(20)
	<hr/>	<hr/>
	-	122
	<hr/>	<hr/>

C F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

12 RETAINED PROFIT FOR THE FINANCIAL YEAR

In accordance with the exemptions allowed by section 228(7) of the Companies Act 1985, the company has not presented its own profit and loss account.

The profit for the financial year dealt with in the accounts of the company was £295,248 (1989 - £249,672).

13 RETAINED PROFITS

	1990 £'000	1989 £'000
Retained by:		
Company - retained profits	3,717	3,422
- consolidation adjustment	553	444
	<hr/>	<hr/>
Subsidiaries	4,270	3,866
	5,423	4,838
	<hr/>	<hr/>
	9,693	8,704
	<hr/>	<hr/>

The consolidation adjustment relates to provisions made by the holding company against investments in and amounts due from certain subsidiaries.

C F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

14 TANGIBLE FIXED ASSETS

GROUP

	Freehold property £'000	Long leasehold property £'000	Plant, equipment & vehicles £'000	Total £'000
Cost or valuation				
At 31 March 1989	2,872	13	9,116	12,001
Additions	19	-	1,298	1,317
Disposals	(16)	-	(563)	(579)
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 1990	2,875	13	9,851	12,739
	<hr/>	<hr/>	<hr/>	<hr/>
Depreciation				
At 31 March 1989	294	2	6,761	7,057
Charge for year	36	-	679	715
Relating to disposals	-	-	(500)	(500)
	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 1990	330	2	6,940	7,272
	<hr/>	<hr/>	<hr/>	<hr/>
Net book amounts at				
31 March 1990	2,545	11	2,911	5,467
	<hr/>	<hr/>	<hr/>	<hr/>
31 March 1989	2,578	11	2,355	4,944
	<hr/>	<hr/>	<hr/>	<hr/>
Cost or valuation				
at 31 March 1990				
is made up of:				
Cost	347	10	9,851	10,208
Valuation 1978	1,288	3	-	1,291
1980	160	-	-	160
1982	565	-	-	565
1985	515	-	-	515
	<hr/>	<hr/>	<hr/>	<hr/>
	2,875	13	9,851	12,739
	<hr/>	<hr/>	<hr/>	<hr/>

Revaluations of the group's freehold and long leasehold property, on an open market value for existing use basis, took place in 1978, 1980, 1982 and 1985. If the properties had not been revalued, they would have been carried in the balance sheet at:

	£'000
Cost	1,514
Accumulated depreciation	136
	<hr/>
Net book amount	1,378
	<hr/>

C F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

14 TANGIBLE FIXED ASSETS (continued)

COMPANY	Freehold property £'000	Plant, equipment and motor vehicles £'000	Total £'000
Cost or valuation			
At 31 March 1989	2,278	3,804	6,082
Additions	19	266	285
Group transfer	-	(105)	(105)
Disposals	(16)	(374)	(390)
	<hr/>	<hr/>	<hr/>
At 31 March 1990	2,281	3,591	5,872
	<hr/>	<hr/>	<hr/>
Depreciation			
At 31 March 1989	239	3,040	3,279
Charge for year	28	177	205
Group transfer	-	(64)	(64)
Relating to disposals	-	(370)	(370)
	<hr/>	<hr/>	<hr/>
At 31 March 1990	267	2,783	3,050
	<hr/>	<hr/>	<hr/>
Net book amounts at			
31 March 1990	2,014	808	2,822
	<hr/>	<hr/>	<hr/>
31 March 1989	2,039	764	2,803
	<hr/>	<hr/>	<hr/>
Cost or valuation			
at 31 March 1990			
is made up of:			
Cost	296	3,591	3,887
Valuation 1978	1,198	-	1,198
1980	160	-	160
1982	112	-	112
1985	515	-	515
	<hr/>	<hr/>	<hr/>
	2,281	3,591	5,872
	<hr/>	<hr/>	<hr/>

Revaluations of the company's freehold property, on an open market value for existing use basis, took place in 1978, 1980, 1982 and 1985. If the properties had not been revalued, they would have been carried in the balance sheet at:

	£'000
Cost	1,263
Accumulated depreciation	93
	<hr/>
Net book amount	1,170
	<hr/>

G F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

15 FIXED ASSET INVESTMENTS

GROUP	£'000
Non-consolidated group	
Share of net assets	
At 31 March 1989	333
Shares acquired	2
Share of loss for the year ended 31 March 1990 (net of tax)	(146)
	—
At 31 March 1990	189
	—
Discount on acquisition	67
Released in previous year	33
	—
	34
At 31 March 1989	(34)
Released in year	—
At 31 March 1990	.
	—
Net investment in non-consolidated group	
At 31 March 1990	189
	—
At 31 March 1989	299
	—
COMPANY	
	Subsidiary companies £'000
Cost	
At 31 March 1989	385
Additions	2
Disposed to non consolidated group	(1)
	—
At 31 March 1990	886
Provision for diminution in value	
At 31 March 1990 and 31 March 1989	31
Relating to disposals	(1)
	—
	30
Net book amount at 31 March 1990	856
	—
Net book amount at 31 March 1989	864
	—

C F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

15 FIXED ASSET INVESTMENTS (continued)

The subsidiaries at 31 March 1990 were:

Company	Nature of business
Booth Doncaster (Non-Ferrous & Alloys) Limited	Metal recycling
Booth PSV & Commercial Limited	Non trading
Booth Roe Metals Limited	Metal recycling
Booth Special Alloys Limited	Non trading
Booth Stainless & Nickel Alloys Limited	Metal recycling
Booth Steel Stockholders Limited	Non trading
Booth Transport Limited	Transport
Gar Shredders Limited	Non trading
C F Booth (Doncaster) Limited	Metal recycling
C F Booth (Engineering) Limited	Engineering
C F Booth (Steel) Limited	Non trading
C G Carlisle & Co Limited	Stainless steel manufacture and stockholding
Demex Limited	Demolition, excavation and metal recycling
Fibretox Industrial Services Limited	Non trading
Hull Metals (Import & Export) Limited	Non trading
Non-Ferrous Smelting Co Limited	Non trading
North Derbyshire Metal Products Limited	Metal products
Northfield Aluminium Limited	Non-ferrous ingot manufacture
Roe Brothers (Ipswich) Limited	Non trading
Roe Brothers (Transport) Limited	Non trading
Roe Foundry Limited	Non trading
Rotherham United Football Club Limited	Football club
Rotherham Stainless & Nickel Alloys Limited	Stainless steel merchanting
Rotherham Waste Disposals Limited	Non trading
The Tivoli Limited	Club
Thorpe Waste Removals Limited	Waste removals
Waste Paper Processors Limited	Non trading

All subsidiary companies are incorporated in England and are wholly owned by C F Booth Limited except for Rotherham United Football Club Limited which is 76% owned and the Tivoli Limited which is a wholly owned subsidiary of Rotherham United Football Club Limited.

16 STOCKS

	GROUP		COMPANY	
	1990 £'000	1989 £'000	1990 £'000	1989 £'000
Raw materials	984	1,010	-	-
Work in progress	20	73	-	-
Finished goods	2,653	2,358	263	233
Other	-	16	-	15
	<hr/>	<hr/>	<hr/>	<hr/>
	3,657	3,457	263	248
	<hr/>	<hr/>	<hr/>	<hr/>

The replacement cost of relevant stocks is not materially different from the figures stated above.

G F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

17 DEBTORS

	GROUP		COMPANY	
	1990 £'000	1989 £'000	1990 £'000	1989 £'000
Due within one year				
Trade debtors	7,758	8,794	1,523	1,678
Amounts owed by group companies	29	129	-	606
Value added tax	-	-	286	35
Prepayments and accrued income	241	78	18	9
Other debtors	805	1,183	416	317
	<hr/>	<hr/>	<hr/>	<hr/>
	8,833	10,184	2,243	2,645
	<hr/>	<hr/>	<hr/>	<hr/>

Amounts owed by group companies include £29,000 (1989 - £129,426) due from Rotherham United Football Club Limited and its subsidiary The Tivoli Limited. Between 31 March and 31 May 1990 the company advanced a further £50,000 to Rotherham United Football Club Limited.

18 BANK OVERDRAFTS

The bank overdrafts are secured by legal mortgages and specific equitable charges over the freehold and long leasehold property and a floating charge over all other assets of the company and certain of its subsidiaries.

19 TRADE AND OTHER CREDITORS

	GROUP		COMPANY	
	1990 £'000	1989 £'000	1990 £'000	1989 £'000
Trade creditors	1,899	2,035	174	76
Amounts owed to group companies	-	-	84	1,071
UK corporation tax	870	1,012	328	213
Other taxation and social security	175	394	69	106
Other creditors	603	871	530	766
Accruals	1,119	1,373	685	753
	<hr/>	<hr/>	<hr/>	<hr/>
	4,666	5,685	1,870	2,985
	<hr/>	<hr/>	<hr/>	<hr/>

G F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

20 DEFERRED TAXATION

	GROUP £'000	COMPANY £'000
At 31 March 1989	353	140
Charge for year	82	74
Transfer from group company	-	(12)
	—	—
At 31 March 1990	435	202
	—	—

Deferred taxation arises in respect of the following timing differences:

	GROUP		COMPANY	
	1990 £'000	1989 £'000	1990 £'000	1989 £'000
Accelerated capital allowances	435	403	202	190
Other timing differences	-	(50)	-	(50)
	—	—	—	—
	435	353	202	140
	—	—	—	—

Deferred taxation has been provided at 35%.

Additional tax liabilities, which are not expected to crystallise in the future, exist in respect of:

	1990 £'000	1989 £'000	1990 £'000	1989 £'000
Revaluation of freehold property	-	63	-	63
	—	—	—	—

These potential liabilities have been calculated at a corporation tax rate of 35%.

21 CALLED UP SHARE CAPITAL

	1990 £'000	1989 £'000
Authorised - 150,000 ordinary shares of £1 each	150	150
	—	—
Allotted, called up and fully paid - 50,000 ordinary shares of £1 each	50	50
	—	—

G F BOOTH LIMITED

NOTES ON THE ACCOUNTS - 31 MARCH 1990

22 RESERVES

	Other £'000	Revaluation surplus £'000	Profit and loss account £'000
GROUP			
At 31 March 1989	227	1,152	8,704
Retained profit for the year	-	-	989
Release of discount on acquisition	34	-	-
	<hr/>	<hr/>	<hr/>
At 31 March 1990	261	1,152	9,693
	<hr/>	<hr/>	<hr/>
COMPANY			
At 31 March 1989		987	3,422
Profit for the year		-	295
		<hr/>	<hr/>
At 31 March 1990		987	3,717
		<hr/>	<hr/>

23 CAPITAL COMMITMENTS

Capital expenditure of £Nil had been authorised and contracted for at 31 March 1990 (1989 - £32,000).

24 CONTINGENT LIABILITIES

The company has guaranteed, up to £750,000, the overdraft of one of its subsidiary companies. At 31 March 1990, the overdraft on this account was in excess of £750,000 (1989 - £750,000).

The company has given an unlimited guarantee in respect of the bank overdrafts on all accounts of the other subsidiary companies. At 31 March 1990, the overdrafts on these accounts amounted to £1,810,046 (1989 - £2,878,445).

The company has joint and several liability for all amounts due by its subsidiary companies to HM Customs & Excise under a Group VAT registration agreement. At 31 March 1990, the total potential liability amounted to £114,961 (1989 - £274,096).

25 EMPLOYEES

The average number of persons employed by the group during the year, including directors, was as follows:

	1990	1989
Management	27	14
Administration	68	79
Production	368	369
Distribution	36	34
	<hr/>	<hr/>
	499	496
	<hr/>	<hr/>

ROTHERHAM UNITED FOOTBALL CLUB LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MAY 1990

	Note	1990 £	1989 £
TURNOVER			
Match receipts		431,803	332,488
Bar and restaurant sales		72,481	-
		<hr/>	<hr/>
		504,284	332,488
OTHER OPERATING INCOME			
Rotherham United Promotions		150,771	148,850
Share of Pools		84,739	79,404
Sponsorship		6,250	27,031
Transfer fees		42,500	196,500
Other income		13,415	36,146
		<hr/>	<hr/>
		297,675	487,931
		<hr/>	<hr/>
		801,959	820,419
		<hr/>	<hr/>
OPERATING COSTS			
Staff costs		575,806	481,905
Match expenses		94,284	79,374
Bar and restaurant expenses		32,917	-
Other external charges		281,327	200,990
Transfer fees		82,000	147,652
		<hr/>	<hr/>
		1,066,334	909,921
		<hr/>	<hr/>
OPERATING LOSS	3	(264,375)	(89,502)
		<hr/>	<hr/>
Rent receivable		7	3,675
Bank interest payable		(36,077)	(16,865)
		<hr/>	<hr/>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(300,445)	(102,692)
Taxation	4	(94,700)	(45,250)
		<hr/>	<hr/>
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION		(205,745)	(57,442)
EXTRAORDINARY ITEM		-	162,527
		<hr/>	<hr/>
(LOSS)/PROFIT FOR THE FINANCIAL YEAR	5	£(205,745)	£105,085
		<hr/>	<hr/>

Movements on reserves are set out in note 13.

ROTHERHAM UNITED FOOTBALL CLUB LIMITED
 CONSOLIDATED BALANCE SHEET - 31 MAY 1990

	Note	1990 £	1989 £
FIXED ASSETS			
Tangible assets	6	842,086	715,418
CURRENT ASSETS			
Stocks	8	5,367	-
Debtors	9	64,387	72,976
Cash at bank and in hand		4,520	427
		<hr/>	<hr/>
		74,274	73,403
		<hr/>	<hr/>
CREDITORS - amounts falling due within one year			
Bank overdraft	10	298,847	119,868
Trade and other creditors	11	389,170	234,865
		<hr/>	<hr/>
		688,017	354,733
		<hr/>	<hr/>
NET CURRENT LIABILITIES		(613,743)	(281,330)
		<hr/>	<hr/>
TOTAL ASSETS LESS LIABILITIES		£228,343	£434,088
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	12	300,000	300,000
Share premium account		93	93
Other reserve		307,792	307,792
Profit and loss account	13	(379,542)	(173,797)
K F Booth)) Directors R Hull)			
14 August 1990		<hr/>	<hr/>
		£228,343	£434,088
		<hr/>	<hr/>

Ernst & Young

BOTHERHAM UNITED FOOTBALL CLUB LIMITED

BALANCE SHEET - 31 MAY 1990

	Notes	1990 £	1989 £
FIXED ASSETS			
Tangible assets	6	717,762	715,418
Investments	7	1,000	-
		<hr/>	<hr/>
		718,762	715,418
		<hr/>	<hr/>
CURRENT ASSETS			
Debtors	9	41,854	72,976
Cash at bank and in hand		866	427
		<hr/>	<hr/>
		42,720	73,403
		<hr/>	<hr/>
CREDITORS - amounts falling due within one year			
Bank overdraft	10	298,847	119,868
Trade and other creditors	11	205,962	234,865
		<hr/>	<hr/>
		504,809	354,733
		<hr/>	<hr/>
NET CURRENT LIABILITIES		(462,089)	(281,330)
		<hr/>	<hr/>
TOTAL ASSETS LESS LIABILITIES		£256,673	£434,088
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	12	300,000	300,000
Share premium account		93	93
Revaluation reserve		307,792	307,792
Profit and loss account	13	(351,212)	(173,797)
K F Booth)) Directors R Hull)			
14 August 1990			
		<hr/>	<hr/>
		£256,673	£434,088
		<hr/>	<hr/>

BOTHERHAM UNITED FOOTBALL CLUB LIMITED

CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS

FOR THE YEAR ENDED 31 MAY 1990

	1990 £	1989 £
SOURCE OF FUNDS		
Disposal of fixed assets	-	150,000
Issue of shares	-	292,000
Hire purchase finance	6,500	-
	<hr/>	<hr/>
Total sources of funds	6,500	442,000
	<hr/>	<hr/>
APPLICATION OF FUNDS		
Loss on ordinary activities before taxation	300,445	102,692
Item not involving the movement of funds: Depreciation	(41,242)	(22,821)
	<hr/>	<hr/>
Total absorbed by operations	259,203	79,871
	<hr/>	<hr/>
OTHER APPLICATIONS		
Purchase of fixed assets	167,910	27,652
Hire purchase repayments	4,601	2,027
Loan repayments	-	250,795
Bank loan repayment	-	75,000
	<hr/>	<hr/>
	172,511	355,474
	<hr/>	<hr/>
Total funds applied	431,714	435,345
	<hr/>	<hr/>
DECREASE IN WORKING CAPITAL	£(425,214)	£(6,655)
	<hr/>	<hr/>
Arising from movements in:		
Stocks	5,367	-
Debtors	(8,589)	50,820
Creditors	(247,106)	(20,825)
Liquid funds	(174,886)	(23,340)
	<hr/>	<hr/>
	£(425,214)	£(6,655)
	<hr/>	<hr/>

ROTHERHAM UNITED FOOTBALL CLUB LIMITED

NOTES ON THE ACCOUNTS - 31 MAY 1990

1 FUNDAMENTAL ACCOUNTING CONCEPT

The accounts have been prepared on a going concern basis because the holding company has agreed to provide adequate funds for the group to meet its liabilities as they fall due.

2 ACCOUNTING POLICIES

(a) Accounting convention

The financial statements are prepared under the historical cost convention modified by the revaluation of land and buildings.

(b) Basis of consolidation

The group financial statements consolidate the financial statements of Rotherham United Football Club Limited and its subsidiary made up to May 31 each year.

The group profit and loss account includes the results of The Tivoli Limited for the period from its effective date of acquisition on 1 February 1990.

(c) Turnover

Turnover is stated net of Value Added Tax and amounts due to the Football League, Football Association and visiting clubs.

(d) Stocks are valued at the lower of cost and net realisable value after making due allowance for any obsolete or slow moving stock.

(e) Depreciation

Depreciation is provided on all tangible assets other than freehold land, at the following rates calculated to write off the cost or valuation over their estimated useful lives. The rates used are as follows:-

Floodlights	10% reducing balance
Building and stands	2% straight line
Motor vehicles	25% reducing balance
Fixtures and fittings	20% straight line

(f) Transfer fees

Transfer fees are included in the accounts on the basis of the amount incurred or earned in the year.

(g) Pension benefits

The group makes defined contributions to the personal pension plans of certain individual employees.

3 OPERATING LOSS

Operating loss is stated after charging the following

	1990 £	1989 £
Staff costs (see note 14)	575,806	481,905
Depreciation	41,242	22,821
Auditors' remuneration	3,650	1,500
	<hr/>	<hr/>

ROTHERHAM UNITED FOOTBALL CLUB LIMITED

NOTES ON THE ACCOUNTS - 31 MAY 1990

4 TAXATION

The credit based on the loss for the year is as follows:-

	1990	1989
Group relief and consortium relief receivable	£94,700	£45,250

The group has tax losses of approximately £2,000,000 to carry forward against future profits.

5 RETAINED PROFIT FOR THE FINANCIAL YEAR

In accordance with the exemptions allowed by Section 228(7) of the Companies Act 1985, the holding company has not presented its own profit and loss account.

The loss for the financial year dealt with in the accounts of the holding company was £177,415 (1989 - profit of £105,835).

6 TANGIBLE FIXED ASSETS

GROUP

	At 31 May 1989	Additions	Disposals	At 31 May 1990
	£	£	£	£
COST OR VALUATION				
Freehold land	125,000	-	-	125,000
Floodlights	44,175	-	-	44,175
Buildings and stands	655,157	3,386	-	658,543
Motor vehicles	16,923	26,212	-	43,135
Fixtures and fittings	23,745	138,312	-	162,057
	<u>865,000</u>	<u>167,910</u>	<u>-</u>	<u>1,032,910</u>

	At 31 May 1989	Charge for year	Relating to disposals	At 31 May 1990
DEPRECIATION				
Floodlights	34,598	957	-	35,555
Buildings and stands	100,269	13,096	-	113,365
Motor vehicles	5,317	9,618	-	14,935
Fixtures and fittings	9,398	17,571	-	26,969
	<u>149,582</u>	<u>41,242</u>	<u>-</u>	<u>190,824</u>
Net book value	<u>£715,418</u>			<u>£842,086</u>

ROTHERHAM UNITED FOOTBALL CLUB LIMITED

NOTES ON THE ACCOUNTS - 31 MAY 1990

2 TANGIBLE FIXED ASSETS (continued)

COMPANY

	At 31 May 1989 £	Additions £	Disposals £	At 31 May 1990 £
COST OR VALUATION				
Freehold land	125,000	-	-	125,000
Floodlights	44,175	-	-	44,175
Buildings and stands	655,157	3,386	-	658,543
Motor vehicles	16,923	26,212	-	43,135
Fixtures and fittings	23,745	-	-	23,745
	<u>865,000</u>	<u>29,598</u>	<u>-</u>	<u>894,598</u>
	At 31 May 1989	Charge for year	Relating to disposals	At 31 May 1990
DEPRECIATION				
Floodlights	34,598	957	-	35,555
Buildings and stands	100,269	13,096	-	113,365
Motor vehicles	5,317	9,618	-	14,935
Fixtures and fittings	9,398	3,583	-	12,981
	<u>149,582</u>	<u>27,254</u>	<u>-</u>	<u>176,836</u>
Net book value	<u>£715,418</u>			<u>£717,762</u>

Freehold land and the buildings and stands were revalued in 1982 on a depreciated replacement cost basis at £700,000 and have been included in the accounts at this amount together with subsequent additions at cost. If these assets had not been revalued they would have been included in the accounts at £599,603 less depreciation of £316,551.

7 FIXED ASSET INVESTMENT

The subsidiary at 31 May 1990 was The Tivoli Limited which operates The Tivoli club.

The subsidiary company is incorporated in Great Britain and is wholly owned.

ROTHERHAM UNITED FOOTBALL CLUB LIMITED

NOTES TO THE ACCOUNTS - 31 MAY 1990

8 STOCK

	GROUP		COMPANY	
	1990	1989	1990	1989
Goods for resale	£5,367	£-	£-	£-

9 DEBTORS

	GROUP		COMPANY	
	1990	1989	1990	1989
	£	£	£	£
Due within one year				
Trade debtors	83	-	-	-
Prepayments and accrued income	5,434	-	-	-
Other debtors	58,870	72,976	41,854	72,976
	<u>£64,387</u>	<u>£72,976</u>	<u>£41,854</u>	<u>£72,976</u>

10 BANK OVERDRAFT

The bank overdraft is secured by a mortgage over the freehold property at Millmoor.

11 TRADE AND OTHER CREDITORS

	GROUP		COMPANY	
	1990	1989	1990	1989
	£	£	£	£
Trade creditors	132,488	-	-	-
Amounts owed to subsidiary companies	-	-	1,147	-
Amounts owed to other group companies	79,726	115,151	52,426	115,151
Other taxation and social security	20,235	18,291	17,093	18,291
Directors' loans	80,778	45,000	80,778	45,000
Unsecured loan	15,000	15,000	15,000	15,000
Accruals	57,694	40,072	36,269	40,072
Hire purchase	3,249	1,351	3,249	1,351
	<u>£389,170</u>	<u>£234,865</u>	<u>£205,962</u>	<u>£234,865</u>

ROTHERHAM UNITED FOOTBALL CLUB LIMITED

NOTES TO THE ACCOUNTS - 31 MAY 1990

12 CALLED UP SHARE CAPITAL

	1990	1989
Allotted, called up and fully paid Ordinary shares of £1 each	£300,000	£300,000

13 PROFIT AND LOSS ACCOUNT

	GROUP £	COMPANY £
At 31 May 1989	(173,797)	(173,797)
Loss for the year	(205,745)	(177,415)
At 31 May 1990	£(379,542)	£(351,212)

14 EMPLOYEE INFORMATION

(a) The average number of persons employed by the group was:-

	1990	1989
Players, manager and coaches	52	51
Administration and ground staff	6	6
Bar and restaurant staff	13	-
	71	57

(b) Staff costs

	1990 £	1989 £
Wages and salaries	519,662	432,735
Social security costs	52,133	38,958
Other pension costs	4,011	10,212
	£575,806	£481,905

The group makes contributions to individuals' personal pension schemes on a defined contribution basis.

15 HOLDING COMPANY

The company is a subsidiary of C F Booth Limited, a company incorporated in Great Britain.

16 FINANCIAL COMMITMENTS

At 31 May 1990 the directors had authorised future capital expenditure of £20,000 (1989 - £nil).