Registered Of	ffice	Auditors	<b>I</b>
Blundell Park,		Weaver V	Vroot,
Cleethorpes,		Chartered	d Certified Accountants,
DN35 7PY.		Burlingto	•
		28 Dudle	•
Directors		Grimsby,	-
W.H. Carr - C	hairman	DN31 2A	
T. Aspinall - V		21,0121	
T.C. Aspinall		Solicitors	2
G. Lamming			n & Gibbon,
J.R. Mager			Il Square,
J.S. Teanby		Grimsby,	m Squuio,
3.5. 1 canby		DN31 1H	ιγ
Life President	•	DN31 11.	IX.
T.J. Lindley		Bankers	
1.J. Linuley			11
<b>C</b> C	. 4	Lloyds B	•
Company Sec	eretary	Homer H	•
I. Fleming		Sibthorpe	e Street,
		Lincoln	
Details of Inc	-	LN5 '	
	n the United Kingdom on		
	1891 under Certificate of		<u>  [8818]</u>   1811 81868  111186 1881  181 11818 181186 111 18
Incorporation	Number 34760		A06 *A4CTM19F* 353
			COMPANIES HOUSE 18/11/97
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Page 21

Analysis of Turnover

Analysis of Other Operating Expenses

#### **NOTICE OF MEETING**

Notice is hereby given that the one-hundred and sixth ANNUAL GENERAL MEETING of the company will be held in the Grimsby Town Bar, Blundell Park, Cleethorpes on Thursday, 27<sup>th</sup> November, 1997 at 10.30 a.m. to transact the following business:

- 1. To confirm the Minutes of the one-hundred and fifth Annual General Meeting.
- 2. To receive the Report of the Directors and Financial Statements for the year ended 31st May, 1997.
- 3. To elect directors.
- 4. To reappoint Weaver Wroot, as the company's auditors and authorise the directors to fix their remuneration.
- 5. To transact any other ordinary business of the company.

BY ORDER OF THE BOARD,

I. Fleming

Sum

**Company Secretary** 

15<sup>th</sup> October, 1997 Blundell Park, Cleethorpes.

#### Note

A member entitled to attend and vote at the Meeting may appoint a proxy to attend and vote on their behalf. Such proxy need not be a member of the company. To be valid, proxies must be lodged at the Registered Office of the company not later than 48 hours prior to the time appointed for the Meeting.

The Register of Members will be closed from the 13<sup>th</sup> November, 1997 and will remain so until after the Meeting.

#### **DIRECTORS' REPORT**

The directors present their Report and Financial Statements for the year ended 31st May, 1997.

#### Principal activity

The company's principal activity continues to be that of a professional football club and related commercial activities.

#### **Business review and future developments**

A summary of the results for the year is given on page 7 of the attached financial statements.

The directors do not recommend the payment of a dividend.

Last season was a disappointment on the field with an early exit from both cup competitions and relegation from the first division.

The profit for the year is a result of the company's activity in the transfer market.

Since the year end the company has acquired the registration of three players and sold the registration of one player giving rise to a net surplus of £1.28m, subject to future appearances.

Funds will be available to strengthen the playing staff to regain first division status as soon as possible.

The company has recently, in conjunction with the land owners of the proposed site for the new stadium, appointed consultants to undertake the various impact studies required by the North East Lincolnshire Council. The company's commitment in respect of the costs of this work is to a maximum of £25,000 as set out in note 16 of the financial statements.

#### Directors and disclosable interests

The directors who served during the year and their beneficial interests in the company's shares were:

	31 <sup>st</sup> May, 1997 Shares			31 <sup>st</sup> May, 1996 Shares				
	£1	£25	£50	£100	£1	£25	£50	£100
T. Aspinall	502	-	-	105	502	-	-	105
T.C. Aspinall	_	-	-	120	-	<b></b>	-	-
W.H. Carr	2	20	-	180	2	20	-	175
G. Lamming	_	-	-	5	-	-	_	5
J.R. Mager	-	-	1	5	-	-	1	5
T.C. Smith	-	-	-	50	-	-	-	-
J.S. Teanby	-	-	-	50	-	-	-	50

Mr. T.C. Smith resigned from the Board on 2nd June, 1997.

In addition McCann Ltd. of which Mr. G. Lamming and Mr. J.R. Mager are directors and major shareholders holds 400 £100 shares and W.M. Walton & Co. Ltd. of which Mr. T. Aspinall and Mr. T.C. Aspinall are directors and major shareholders holds 10 £100 shares and 100 £25 shares.

By rotation Mr. T. Aspinall and Mr. G. Lamming will be retiring at the Annual General Meeting, but being eligible offer themselves for re-election.

DIRECTORS' REPORT (continued)

No other nominations for election to the Board have been received.

During the year goods and services have been provided by companies in which the directors have material interests. All transactions have been undertaken at normal commercial rates or below.

#### Fixed assets

Details of the movements in fixed assets are shown in Note 6 of the attached financial statements.

#### Share capital

During the year 50 £100 shares have been issued.

#### Payment of suppliers

It is the company's policy to settle terms of payment with suppliers as appropriate to the transaction.

#### **Auditors**

In accordance with section 385 of the Companies Act 1985 a resolution to reappoint Weaver Wroot as auditors will be put to the Members at the Annual General Meeting.

THIS REPORT WAS APPROVED BY THE BOARD OF DIRECTORS ON 15th OCTOBER, 1997.

BY ORDER OF THE BOARD

I. FLEMING

JUMM

**Company Secretary** 

### STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

We have audited the financial statements on pages 7 to 21 which have been prepared under the historical cost convention and the accounting policies set out on pages 12 and 13.

Respective responsibilities of directors and auditors

As described on page 5 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those financial statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

**Opinion** 

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31<sup>st</sup> May, 1997 and of its profit and cash flows for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

15<sup>th</sup> October, 1997 Grimsby WEAVER WROOT
Chartered Certified Accountants
Registered Auditors

Winer wrat

### PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31<sup>st</sup> MAY, 1997

	Notes	1997 £	1996 £
Turnover		2,152,216	2,172,649
Net operating expenses	1	(2,650,642)	(2,354,743)
Operating (loss)		(498,426)	(182,094)
Profit on disposal of fixed assets		339	10,062
(Loss) on ordinary activities before interest		(498,087)	(172,032)
Net interest payable	3	(4,963)	(37,140)
(Loss) on ordinary activities before taxation	•	(503,050)	(209,172)
Taxation	4	(1,113)	(3,662)
(Loss) on ordinary activities aft taxation before transfer fees	<b>er</b> 5	(504,163)	(212,834)
Net transfer fees receivable		1,044,008	806,365
Retained profit for the year transferred to reserves	14	539,845	593,531

The company made no recognised gains or losses in 1997 or 1996 other than the profit for the year.

The notes on pages 12 to 21 form part of these financial statements.

	Notes	199	97 E	199 £	6
Fixed assets					
Tangible assets	6		1,640,794		1,703,719
Current assets					
Stocks on hand	7	68,343		57,028	
Debtors	8	556,161		556,298	
Cash and bank balances		305,628		315	
		020 120		612 641	
Cuaditara (amounta fallina		930,132		613,641	
Creditors (amounts falling due within one year)	9	(629,176)		(880,992)	
Net current assets (liabilities)			300,956		(267,351)
Total assets less current liabilitie	es		1,941,750		1,436,368
Creditors (amounts fall due after					
more than one year)	10		-		(13,668)
Deferred grants	12		(464,318)		(490,113)
·			1,477,432		932,587
Capital and reserves					
Called up share capital	13		236,900		231,900
Revaluation reserve	14		230,222		230,222
Profit and loss account	14		1,010,310		470,465
Total equity shareholders' fund	S		1,477,432		932,587
- <del>-</del>		ļ			

The financial statements were approved by the Board of Directors on 15<sup>th</sup> October, 1997.

W.H. CARR

Directors

T. ASPINALL

### CASHFLOW STATEMENT FOR THE YEAR ENDED 31st MAY, 1997

	199° £	7	1996 £	6
Net cash inflow (outflow) from operating activities after transfer fees		620,833		293,607
Returns on investments and servicing of finance Interest received Interest paid	6,146 (11,109)		621 (37,761)	
Net cash inflow (outflow) from returns on investments and servicing of finance		(4,963)		(37,140)
Taxation Corporation tax (paid) received		-		-
Investing activities Purchase of tangible fixed assets Football Trust grants Proceeds from sales of tangible fixed assets Reclassification of fixed assets	(46,994) - 27,040 7,226		(682,423) 515,908 18,427	
Net cash inflow (outflow) from investing activities		(12,728)		(148,088)
Net cash inflow (outflow) before financing		603,142		108,379
Financing New finance agreements Shares issued Football Trust loan Repayment of finance agreements Repayment of loan creditors Loan from Directors etc.	8,000 5,000 - (22,187) (46,000) 30,000		25,751 27,400 150,000 (21,818) (34,450)	
Net cash inflow (outflow) from financing		(25,187)		146,883
Increase (decrease) in cash and cash equiva	lents	577,955		255,262

1997

1996

577,955

# GRIMSBY TOWN FOOTBALL CLUB PLC

2.

3.

# 1. Reconciliation of profit (loss) on ordinary activities before taxation to net cash inflow (outflow) from operating activities after transfer fees

		1///	1770
•		£	£
Profit (loss) on ordinary activities before taxation		(503,050)	(209,172)
Interest paid		11,109	37,761
Interest received		(6,146)	(621)
Depreciation charge		75,987	74,520
Deferred grant release		(25,795)	(25,795)
(Profit) loss on disposal of fixed assets		(334)	(10,062)
(Increase) decrease in stocks		(11,315)	(29,041)
(Increase) decrease in debtors		137	(384,823)
Increase (decrease) in creditors		36,232	34,475
Net cash inflow (outflow) from operating activities			
before transfer fees		(423,175)	(512,758)
Net transfer fees receivable (payable)		1,044,008	806,365
Net cash inflow (outflow) from operating activities			
after transfer fees		620,833	293,607 ————
Analysis of changes in cash and cash equivalents d	uring the year	•	
		1997	
		£	
Balance at 1 <sup>st</sup> June, 1996		(272,327)	
Net cash inflow (outflow)		577,955	
= 4		205 (20	
Balance at 31 <sup>st</sup> May, 1997		305,628	
Analysis of cash and cash equivalents			
			Change
	1997	1996	in year
	£	£	£
Cash and bank balances	205 (20	215	
	305,628	315	305,313
Amounts due to bank	305,628	(272,642)	305,313 272,642

305,628

272,327

# NOTES TO THE CASHFLOW STATEMENT FOR THE YEAR ENDED 31st MAY, 1997 (continued)

### 4. Analysis of changes in financing during the year

	Finance agreements £	Other loans £	Total £
Balance at 1 <sup>st</sup> June, 1996 Cash inflow (outflow) from financing	27,753 (14,187)	142,000 (46,000)	169,753 (60,187)
Balance at 31st May, 1997	13,566	96,000	109,566

#### **ACCOUNTING POLICIES**

The financial statements have been prepared in accordance with applicable Accounting Standards. The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

#### Turnover

Is as shown in the Analysis of Turnover on page 20, net of Value Added Tax and levies paid to the Football League and Cup Pools, from continuing operations.

#### Depreciation

Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost, less estimated residual value of each asset, over their expected useful lives as follows:

Freehold land and buildings	Nil
Ground improvements	5% on cost
Fixtures, fittings and equipment	15% on cost
Computer equipment	33% on cost
Motor vehicles	25% on cost

No depreciation is provided on freehold land and buildings on the basis that the company's policy of maintaining its freehold premises in good repair gives rise to a level of expenditure on maintenance, that is charged to the profit and loss account, such that there is no material annual depreciation.

#### Transfer fees

Transfer fees payable and receivable together with associated costs are dealt with through the profit and loss account in the year in which the transfer takes place.

Signing on fees are charged to the profit and loss account in the year of payment.

The value of playing staff is not reflected in the company's balance sheet.

#### Stocks on hand

Stocks are valued at the lower of cost or net realisable value.

#### Grants

Grants received in respect of expenditure on safety work charged to the profit and loss account during the year are dealt with in the profit and loss account. Grants received in respect of safety work of a capital nature are treated as deferred income and are released to the profit and loss account by instalments over the expected useful lives of the related assets.

#### **ACCOUNTING POLICIES (continued)**

#### Finance and leasing commitments

- I. Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.
- II. Obligations under finance agreements are shown in Notes 9 and 10 of the financial statements. The assets are included in fixed assets at total rental cost less finance charges. Assets capitalised are depreciated in accordance with the rates stated on page 12.

#### **Deferred** taxation

Provision for deferred taxation is made where a liability is likely to crystallise in the foreseeable future.

#### **Pensions**

The company contributes to defined contribution pension schemes for certain employees, the assets of which are held separately from those of the company in independently administered funds. Pension costs represent contributions payable by the company in the year.

#### NOTES TO THE FINANCIAL STATEMENTS

### 1. Net operating expenses

	1997 £	1996 £
Staff costs	2,037,498	1,777,830
Depreciation: owned assets	70,701	59,898
leased assets	5,286	14,622
Other operating expenses	630,955	625,240
	2,744,440	2,477,590
Donations	(53,828)	(82,924)
Rents received	(14,175)	(14,128)
Deferred grant release	(25,795)	(25,795)
	2,650,642	2,354,743

### 2. Particulars of Directors' and Employees' remuneration

The directors, in accordance with the Articles of the company received no remuneration in their capacity as directors.

The average number of full time employees during the year was 76 (1996 72), made up as follows:

	1997	1996
	£	£
Playing staff, Manager, etc.	48	45
Administration and commercial staff	20	20
Ground staff	20 8	7
	_	_
	76	72
	<del></del>	=

The above numbers do not include directors or 207 (1996 206) casual employees who only work on match days.

### 2. Particulars of Directors' and Employees' remuneration (continued)

Aggregate cost of employment being as follows:

	1997 £	1996 £
Wages, salaries etc.	1,826,094	1,550,248
Social Security costs	146,630	133,649
Other pension costs	7,187	8,322
Expenses and other costs	57,587	85,611
	2,037,498	1,777,830

There were no pension contributions outstanding at 31st May, 1997 (1996 £nil).

### 3. Net interest payable

	1997 £	1996 £
Payable		
Bank overdrafts	4,165	28,032
Bank loan repayable within 5 years	1,445	6,445
Finance agreements	5,499	3,284
		<del></del>
	11,109	37,761
Receivable		
Bank	(6,146)	(393)
Loan	-	(228)
	4,963	37,140
	<del></del>	=====

### 4. Taxation

	1997 £	1996 £
Corporation tax on the chargeable profits	_	-
for the year at 24% and 21%	4,775	3,662
Adjustment in respect of earlier year	(3,662)	´-
	1,113	3,662

### 5. (Loss) on ordinary activities after taxation before transfer fees

This is stated after charging the following items not specifically disclosed elsewhere:

	1997	1996	
	£	£	
Operating lease payments	17,799	6,300	
Auditors' remuneration for audit services	4,000	4,000	

### 6. Tangible fixed assets

	Freehold land and buildings £	Ground improvements	Fixtures, fittings and equipment £	Motor vehicles £	Total £
Cost or valuation					
At 1st June, 1996	800,000	853,372	214,964	80,197	1,948,533
Additions	-	-	38,994	8,000	46,994
Disposals	-	-	(2,969)	(45,344)	(48,313)
Reclassification	-	(7,226)	-	-	(7,226)
At 31st May, 1997	800,000	846,146	250,989	42,853	1,939,988
Depreciation					
At 1st June, 1996	-	42,669	165,790	36,355	244,814
Provided during the year	-	41,945	26,329	7,713	75,987
Disposals	-	-	(2,966)	(18,641)	(21,607)
At 31st May, 1997	-	84,614	189,153	25,427	299,194
•	· <del></del>			<del></del>	
Net book value					
31 <sup>st</sup> May, 1997	800,000	761,532	61,836	17,426	1,640,794
			<del></del>		
31 <sup>st</sup> May, 1996	800,000	810,703	49,174	43,842	1,703,719
		<del></del>		<del></del>	

The net book value includes £13,143 (1996 £36,558) in respect of assets held under finance agreements.

Net book value of freehold land and buildings represents a revaluation on 24<sup>th</sup> August, 1988, the original cost being £569,778.

# NOTES TO THE FINANCIAL STATEMENTS (continued)

7.	Stocks on hand				1997	1:	996
					£	1	£
	Goods for resale				68,343	5	7,028
8.	Debtors						
					1997 £	1	996 £
	Due within one year Trade debtors Other debtors Prepayments				437,911 114,553 3,697	11	7,811 1,742 6,745
					556,161	55	6,298
9.	Creditors (amounts falling due within	one yea	r)				
		,	,		1997 £	1	1996 £
	Trade creditors Amount due to bank				91,372		9,845 2,642
	Corporation tax				4,775		3,662
	Other taxation creditors Other creditors				191,078 71,197	1	5,104 7,721
	Accruals Obligations under finance a Deferred income	greemen	ts		30,038 13,566 1,150	1	4,933 4,085 1,000
	Loans from directors and c which they have an interes		s in		130,000		0,000
	Other loans	•			96,000		2,000
					629,176	88	30,992
10	Creditors (amounts falling due after	more tha	n one year)				
		two 1997	en one to years 1996	five 1997	en two to years 1996	1997	otal 1996
		£	£	£	£	£	£
	Obligations under finance agreements	-	11,787	-	1,881	-	13,668

# NOTES TO THE FINANCIAL STATEMENTS (continued)

### 11. Amount due to bank (1996)

Was secured by a charge over the company's freehold land and buildings supported by personal guarantees of the directors, and included balance on loan account of £45,171 on which interest was charged at 2% over base rate, repayable by monthly instalments.

### 12. Deferred grants

	D. 1. 1817 1006	£	
	Balance at 1 <sup>st</sup> June, 1996	490,113	
	Released to profit and loss account	(25,795)	
	Balance at 31st May, 1997	464,318	
13. Share c	avital		
	·· <b>F</b> -···-	1997	1996
		£	£
	Authorised		
	2,850 ordinary shares of £100 each	285,000	285,000
	5,100 ordinary shares of £50 each	255,000	255,000
	1,600 ordinary shares of £25 each	40,000	40,000
	20,000 ordinary shares of £1 each	20,000	20,000
		600,000	600,000
	·		
	Issued and fully paid		
	1,702 (1996 1,652) ordinary shares of £100 each	170,200	165,200
	134 ordinary shares of £50 each	6,700	6,700
	1,600 ordinary shares of £25 each	40,000	40,000
	20,000 ordinary shares of £1 each	20,000	20,000
		<del></del>	
		236,900	231,900
			=======================================

#### 14. Reserves

	Profit and Loss Account £	Revaluation Reserve £
Balances at 1st June, 1996	470,465	230,222
Retained profit for the year	539,845	-
Balances at 31st May, 1997	1,010,310	230,222
10		

### 15. Reconciliation of movements in shareholders' funds

	1997 £	1996 £
Retained profit for the year Shares issued during the year	539,845 5,000	593,531 27,400
Situles issued during the year		
Net addition to shareholders' funds	544,845	620,931
Shareholders' funds at 1st June, 1996	932,587	311,656
Shareholders' funds at 31st May, 1997	1,477,432	932,587
16. Capital commitments	1997 £	1996 £
Authorised by the Board and contracted for	25,000	Nil
Authorised by the Board but not contracted for	Nil ==	4,000

#### 17. Contingencies and commitments

- I. There are potential liabilities in respect of certain players should they be transferred at a fee in excess of that paid by the company.
- II. There are potential liabilities under certain players' contracts which are dependent on their length of service to the company.
- III. There are potential amounts due to the company in respect of certain players should they be transferred at a fee in excess of that received by the company.
- IV. There is a potential claim for damages against the company from a former player. It is anticipated that the majority of any potential settlement will be covered by insurance.
- V. The following payments are committed to be paid in 1998 under operating leases:

	1997	1996
	£	£
Land and buildings		
Expiring within one year	Nil	6,000
		====
Other		
Expiring within one year	1,664	300
· ·	<u></u>	===

### **ANALYSIS OF TURNOVER**

	1997 £	1996 £
Season tickets	262,980	258,828
Gate receipts	532,645	774,599
Share of gates from other Clubs	66,439	259,854
Distribution from Football League and Cup Pools	740,445	394,318
Executive boxes and ancillary facilities	168,253	164,501
Sponsorship and promotional advertising	180,012	183,339
Programme sales and advertising	52,142	76,744
Sale of refreshments	48,728	57,456
Club shop receipts	130,182	132,513
Levy payments to Football League and Cup Pools	(23,712)	(45,414)
Share of gates to visiting Clubs	(5,898)	(84,089)
	2,152,216	2,172,649

# ANALYSIS OF OTHER OPERATING EXPENSES

1997 £	1996 £
Team travelling and hotel expenses 35,66	6 50,935
Medical expenses 21,07	3 35,318
Police 26,02	0 27,986
Players' outfits and equipment 13,16	1 6,962
General match expenses 36,52	1 40,388
Expenses of executive boxes etc. 51,09	3 41,277
Expenses of sponsorship and promotional advertising 33,51	9 39,638
Programme expenses 37,12	2 50,891
Cost of refreshments etc. 27,76	3 30,336
Club shop expenses 89,37	0 74,473
Rates and water 19,80	1 17,779
Light and heat (net of receipts) 18,04	3 18,326
Repairs, maintenance and safety work 93,87	54,139
Printing, stationery and advertising 12,92	28,207
Telephone and postage 15,18	16,127
General insurances 12,78	7 14,534
Motor and travelling expenses 27,55	36,346
Football League and other fees 8,22	9 4,309
Donations 77	75 489
Bank charges 15,45	18,593
Legal and professional fees 28,94	16,114
Sundry expenses 3,87	2,073
Bad debt 2,21	2 -
630,95	625,240