Grant Thornton &

THE SHEFFIELD UNITED FOOTBALL CLUB LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30 JUNE 2000



Company no 61564

FINANCIAL STATEMENTS

Auditors:

For the year ended 30 June 2000

Company registration number:	61564
Registered office:	Bramall Lane Sheffield S2 4SU
Directors:	Derek Dooley Kevin C McCabe Alan M Bamford
Secretary:	J W Howarth
Vice Presidents:	Frank Melling Dip Arch FRIBA Derek Dooley
Life Members:	Arthur H Connell OBE DL LLD MA Albert Jackson JP FRICS Kenneth Lee JP
Acting Chief Executive:	John L Thurman
Team Manager:	Neil Warnock
Bankers:	HSBC Bank Plc
Solicitors:	Clegg & Sons Dibb Lupton Alsop

Grant Thornton

Registered Auditors Chartered Accountants

FINANCIAL STATEMENTS

For the year ended 30 June 2000

INDEX	PAGE
Report of the directors	1 - 2
Report of the auditors	3
Accounting policies	4 - 5
Profit and loss account	6
Balance sheet	7
Statement of total recognised gains and losses	8
Notes to the financial statements	9 - 17

REPORT OF THE DIRECTORS

The directors present their report together with financial statements for the year ended 30 June 2000.

Principal activities

The company is principally engaged in the operation of a professional football club.

Business review

There was a loss for the year after taxation amounting to £1,590,748 (1999: loss £3,781,143). The directors do not recommend payment of a dividend.

Directors

The membership of the Board at 30 June 2000 is set out below. All directors served throughout the year except D Dooley who was appointed on 23 November 1999; A M Bamford was appointed on 2 May 2000; S White resigned on 10 December 1999 and B Procter resigned on 11 October 1999.

The interests of the directors and their families in the shares of the company as at 30 June 2000 and 1 July 1999, (or the date of their appointment to the Board if later), were as noted in the first table below. The subsequent table shows the interests of the directors in the shares of Sheffield United Plc, the ultimate parent undertaking, except for the interests of K C McCabe and D Dooley which are disclosed in the financial statements of the ultimate parent undertaking as they were also directors of that company at 30 June 2000.

		Ordinary shares of £500 each		Preference shares of £10 each	
	30 June 2000 a	1 July 1999 (or date of ppointment)	30 June 2000	l July 1999 (or date of appointment)	
Derek Dooley Kevin C McCabe Alan M Bamford	-	1 1 -	20	20	

Ordinary shares of 10p each in Sheffield United plc

Alan M Bamford 230,000 30,000

Charitable and political contributions

Donations to charitable organisations amounted to £37,500.

REPORT OF THE DIRECTORS

Directors' responsibilities for 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

nW Havarch

- 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 maintaining proper accounting records, for safeguarding the assets of the company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Year 2000 Compliance

The company suffered no material impact from the Year 2000 date change nor did any of its major suppliers, customers or trading partners.

Auditors

Grant Thornton offer themselves for reappointment as auditors in accordance with section 385 of the Companies Act 1985.

BY ORDER OF THE BOARD

Howarth Secretary

2 October 2000

REPORT OF THE AUDITORS TO THE MEMBERS OF

THE SHEFFIELD UNITED FOOTBALL CLUB LIMITED

We have audited the financial statements on pages 4 to 17 which have been prepared under the accounting policies set out on pages 4 to 5.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with United Kingdom 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 30 June 2000 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1986.

GRANT THORNTON

RÉGISTERED AUDITORS

CHARTERED ACCOUNTANTS

SHEFFIELD

2 October 2000

PRINCIPAL ACCOUNTING POLICIES

BASIS OF PREPARATION

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention except that certain freehold properties are shown at their revalued amounts (see policy below regarding FRS 15).

The financial statements have been prepared on the going concern basis. The directors, having considered the trading and cash forecasts for the next twelve months, have a reasonable expectation that the borrowing facilities available to the group are sufficient to meet the requirements indicated by those forecasts.

The principal accounting policies of the company are set out below. The policies have remained unchanged from the previous year except in respect of deferred grant income (see policy below).

TURNOVER

Turnover comprises net gate and ticket receipts, sports contracts, television and sponsorship revenue, shop, programme and rental income, excluding VAT.

TANGIBLE FIXED ASSETS AND DEPRECIATION

Depreciation is calculated to write down the cost or valuation less estimated residual value of all tangible fixed assets other than freehold land by equal annual instalments over their expected useful lives. The rate generally applicable is:

Freehold buildings 2% Equipment and vehicles 20%

Following the implementation of FRS 15 "Tangible Fixed Assets" the Group has adopted a policy of not revaluing fixed assets. The carrying amount of tangible fixed assets previously revalued have been retained at their book amount in accordance with the transitional provisions of FRS 15.

GRANTS

Grants received from the Football Trust in respect of capital expenditure are credited to a deferred income account and are released to the profit and loss account by equal annual instalments over the expected useful lives of the relevant assets.

This is a change in accounting policy from the previous year and has resulted in a prior year adjustment in accordance with FRS 3: Reporting financial performance. The effect of this on the current year is to reduce the loss by £51,378.

PLAYERS' TRANSFER FEES

Fees payable to and receivable from other football clubs on the transfer of players' registrations, together with associated costs, are accounted for as intangible assets in line with Financial Reporting Standard No. 10: Goodwill and Intangible Assets.

The group has adopted a policy of amortising the cost of acquired player registrations over the period of the player's contract, with appropriate adjustments for permanent diminutions in value assessed to have taken place.

PRINCIPAL ACCOUNTING POLICIES

STOCKS

Stocks are stated at the lower of cost and net realisable value.

DEFERRED TAXATION

Deferred tax is provided for using the tax rates estimated to arise when the timing differences reverse and is accounted for to the extent that it is probable that a liability or asset will crystallise. Unprovided deferred tax is disclosed as a contingent liability.

CONTRIBUTIONS TO PENSION FUNDS

The group operates defined contribution schemes for certain of its employees and directors. The group funds its pension liabilities through externally managed pension schemes. Contributions are charged against profits in the year in which payments are due.

Certain employees of the group are members of the Football League defined benefit and defined contribution schemes, the assets of which are held separately from the group in independently administered funds. Contributions made are as advised by the scheme actuary and are expensed to the profit and loss account as incurred.

LEASED ASSETS

Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their expected useful lives. The interest element of leasing payments represents a constant proportion of the capital balance outstanding and is charged to the profit and loss account over the period of the lease. All other leases are regarded as operating leases and the payments made under them are charged to the profit and loss account on a straight-line basis over the lease term.

DONATIONS

Donations received from the Development Fund and other sources are treated as other operating income and are credited to the profit and loss account in the year in which they are received.

DEFERRED INCOME

Deferred income consists of season ticket and sponsorship income, received prior to the year end in respect of the following football season.

PROFIT AND LOSS ACCOUNT

For the year ended 30 June 2000

	Note	2000 £	1999 £
Turnover	1	4,826,952	5,623,815
Cost of sales		(6,607,886)	(8,049,194)
Gross loss		(1,780,934)	(2,425,379)
Amortisation of cost of players		(1,370,000)	(1,419,000)
Administrative expenses		(2,176,768)	(2,083,825)
Other operating income		347,718	401,110
Operating loss		(4,979,984)	(5,527,094)
Exceptional profit on disposal of players		4,041,766	2,432,000
Net interest	2	(652,530)	(686,049)
Loss on ordinary activities before taxation	1	(1,590,748)	(3,781,143)
Tax on loss on ordinary activities	4	-	-
Loss transferred from reserves	13	(1,590,748)	(3,781,143)

BALANCE SHEET AT 30 JUNE 2000

	Note	***	1999
		2000 £	as restated £
Fixed assets		•	<i>a.</i>
Intangible assets	5	1,430,000	2,093,000
Tangible assets	6	16,545,807	16,597,478
		17,975,807	18,690,478
Current assets			
Stocks	7	160,000	86,643
Debtors	8	1,942,814	1,936,624
Cash at bank and in hand		1,435,807	901,688
		3,538,621	2,924,955
Creditors: amounts falling due within one year	9	(11,134,557)	(10,082,027)
Net current liabilities		(7,595,936)	(7,157,072)
Total assets less current liabilities		10,379,871	11,533,406
Creditors: amounts falling due after more			
than one year	10	(11,658,395)	(10,937,611)
Deferred income	11	(3,689,553)	(3,973,124)
Net liabilities		(4,968,077)	(3,377,329)
Capital and reserves			
Called up share capital	12	1,498,332	1,498,332
Revaluation reserve	13	5,838,683	5,976,454
Profit and loss account	13	(12,305,092)	(10,852,115)
Shareholders' funds	14	(4,968,077)	(3,377,329)
Equity shareholders' funds		(4,977,207)	(3,386,459)
Non-equity shareholders' funds		9,130	9,130
		(4,968,077)	(3,377,329)

The financial statements were approved by the Board of Directors on 2 October 2000.

D Dooley

Director

The accompanying accounting policies and notes form an integral part of these financial statements.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

For the year ended 30 June 2000

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES	2000 £	1999 £
Total recognised gains and losses for the year	(1,590,748)	(3,781,143)
Prior year adjustment (as explained in note 11)	(2,568,920)	-
Total gains and losses recognised since last financial statements	(4,159,668)	(3,781,143)
NOTE OF HISTORICAL COST PROFITS AND LOSSES	2000 £	1999 £
Loss on ordinary activities before taxation	(1,590,748)	(3,781,143)
Difference between historical cost depreciation charge and depreciation charge based on revalued amounts	137,771	-
Historical cost loss on ordinary activities before taxation	(1,452,977)	(3,781,143)
Historical cost loss retained	(1,452,977)	(3,781,143)

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2000

2

1	TURNOVER AND LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

TOTALO VER MAD EGOS ON ONDINARY MCTIVITIES BEFORE IMMITTON		
Turnover is attributable to the following classes of continuing business:	•	
Tarrovor to anti-batable to the foreward stables of continuing cashess.	2000	1999
	£	£
Gate receipts	2 272 214	2 507 120
Television	2,273,214 830,269	2,597,129 1,030,654
Sponsorship, royalties, merchandising and advertising income	1,723,469	1,996,032
epononismp, rojumos, meronanaismig and advertismig meome		
	4,826,952	5,623,815
	2000	1000
The loss on ordinary activities is stated after:	2000 £	1999 £
Auditors' remuneration: Audit services Non-audit services Depreciation and amortisation: Players' contracts Tangible fixed assets, owned Tangible fixed assets, held under finance leases and hire purchase contracts Other operating lease rentals Other operating income includes: Donations	10,500 2,500 1,370,000 361,568 41,337 63,547	10,300 2,500 1,419,000 132,090 15,300 36,734
NET INTEREST		
NET INTEREST		
	2000	1999
	£	£
On bank loans and overdrafts	437,986	464,949
Finance charges in respect of finance leases	51,266	64,925
Other interest payable and similar charges	163,278	156,175
	652,530	686,049

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2000

3 DIRECTORS AND EMPLOYEES

Staff costs during the year were as follows:	2000 £	1999 £
Wages and salaries Social security costs Other pension costs	4,962,133 488,876 7,321	6,561,297 540,990 24,916
	5,458,330	7,127,203
The average number of employees of the company during the year were as follows:	2000 Number	1999 Number
Football Non-football	63 57	66 53
Remuneration in respect of directors was as follows:	2000 £	1999 £
Emoluments	12,243	-

4 TAX ON LOSS ON ORDINARY ACTIVITIES

There is no taxation charge for the year due to the level of losses incurred. Unrelieved tax losses of approximately £16,600,000 (1999: £15,600,000) remain available to offset against future taxable trading profits.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2000

5 INTANGIBLE FIXED ASSETS

	Cost of players £
Cost	
At 1 July 1999	4,472,000
Additions	1,433,000
Disposals	(2,397,000)
At 30 June 2000	3,508,000
Amortisation	
At 1 July 1999	2,379,000
Charge for the year	1,370,000
Released on disposal	(1,671,000)
At 30 June 2000	2,078,000
Net book amount at 30 June 2000	1,430,000
Net book amount at 30 June 1999	2,093,000

6 TANGIBLE FIXED ASSETS

	Assets in the course of construction £	Freehold land and buildings £	Equipment and vehicles	Total £
Cost At 1 July 1999 Additions Disposals	197,778	16,218,078	1,634,551 211,026 (65,570)	17,852,629 408,804 (65,570)
At 30 June 2000	197,778	16,218,078	1,780,007	18,195,863
Depreciation At 1 July 1999 Provided in the year Eliminated on disposals	-	261,473	1,255,151 141,432 (8,000)	1,255,151 402,905 (8,000)
At 30 June 2000	-	261,473	1,388,583	1,650,056
Net book amount at 30 June 2000	197,778	15,956,605	391,424	16,545,807
Net book amount at 30 June 1999		16,218,078	379,400	16,597,478

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2000

The figures stated above include assets held under finance leases and similar hire purchase contracts, as follows:

	Equipment and vehicles £	Freehold land and buildings £
Net book amount at 30 June 2000	21,315	1,887,341
Net book amount at 30 June 1999	43,700	1,926,000
Depreciation provided during year	2,820	38,517
The figures stated above for cost or valuation include valuations as follows:		
	2000 £	
At cost Valuation - 1997	218,078 16,000,000	
	16,218,078	16,218,078
If the freehold land and buildings had not been revalued, they would have been included of following amount:	n the historical	Freehold land and buildings
Cost and net book amount at 30 June 2000		7,549,002
Cost and net book amount at 30 June 1999		7,791,212

No provision has been made for deferred taxation in respect of estimated corporation tax that would be payable on disposal of the land and buildings at the valuation because, in the opinion of the directors, those assets are unlikely to be disposed of in the forseeable future.

STOCKS

7

	2000 £	1999 £
Goods held for resale	160,000	86,643

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2000

8 DEBTORS

9

	2000 £	1999 £
Trade debtors	200.050	500.117
Amounts owed by group undertakings	300,958	532,116
Other debtors	50,962 1,453,723	79,528
Prepayments and accrued income	1,455,725	1,064,711 260,269
	1,942,814	1,936,624
Included above are the following amounts which are due after more than one year:		
Other debtors	500,000	400,000
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2000 £	1999 £
Other loans	1 050 021	(24.500
Bank loan and overdraft	1,072,931	624,500
Trade creditors	7,862,396 902,012	7,209,741
Amounts owed to group undertakings	124,832	351,628 121,624
Social security and other taxes	513,037	
Accruals	359,932	829,403
Amounts due under finance leases	299,417	293,163
	11,134,557	10,082,027

The bank loan and overdraft are secured by a fixed and floating charge over all the assets of the company.

Included within other loans is an amount of £139,601 (1999: £25,000) which is secured by a second legal charge over the freehold property known as Bramall Lane Football Ground. The remainder of other loans are unsecured.

10 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2000	1999
	£	£
Other loans	500,000	171,008
Trade creditors	150,000	· -
Amounts owed to group undertakings	10,411,434	9,882,711
Amounts due under finance leases	596,961	883,892
	11,658,395	10,937,611

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2000

Borrowings are repayable as follows:	2000	1999
	£	£
Within one year		
Bank and other borrowings	8,935,327	7,834,241
Finance leases	299,417	293,163
After one and within two years		,
Bank and other borrowings	500,000	49,826
Finance leases	283,857	292,913
After two and within five years	,	, ,
Bank and other borrowings	<u>-</u>	49,500
Finance leases	313,104	590,979
After five years	,	- · · , · ·
Bank and other borrowings	-	71,682
	10,331,705	9,182,304

11 DEFERRED INCOME

	2000 £	1999 as restated £
Deferred revenue income	1,172,011	1,404,204
Prior year adjustment: Deferred grant income	2,568,920	2,568,920
Release to the profit and loss account in respect of deferred grant income	(51,378)	-
At 30 June 2000	3,689,553	3,973,124

Deferred revenue income consists of season ticket and sponsorship income received prior to the year end in respect of future football seasons.

Prior year adjustment

During the year the company adopted FRS 15: Tangible fixed assets and has changed its accounting policy in respect of depreciating freehold buildings. Depreciation is now charged at the rate of 2%. This has resulted in a prior year adjustment to reinstate deferred grant income. The effect of this is to restate the comparative for deferred income and the revaluation reserve by £2,568,920.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2000

12 SHARE CAPITAL

	2000 £	1999 £
Authorised 477 Deferred shares of £100 each 2,883 Ordinary shares of £500 each 204 Deferred shares of £0.01 each 1,046 Preference shares of £10 each	47,700 1,441,500 2 10,460	47,700 1,441,500 2 10,460
	1,499,662	1,499,662
Allotted, called up and fully paid 477 Deferred shares of £100 each 2,883 Ordinary shares of £500 each 204 Deferred shares of £0.01 each 913 Preference shares of £10 each	47,700 1,441,500 2 9,130 1,498,332	47,700 1,441,500 2 9,130 1,498,332

Preference shares

The preference shares are non-equity shares which carry an entitlement to a dividend at the rate of 70p (net) per share per annum. Preference share shareholders have the right on a winding-up to receive, in priority to any other class of shares, the nominal value. Cumulative dividends accrue for only three years and thereafter cease to be payable.

At 30 June 2000 £1,917 (1999: £1,917) of preference dividend was payable. This has not been accrued as the directors are of the opinion the dividend will not be payable in the forseeable future.

Holders of preference shares are not entitled to receive notice of or to attend and vote at any general meeting, unless on a resolution varying the right attached to the preference share, when a holder shall have one vote in respect of their holding of preference shares.

Deferred shares

On 11 October 1999 the 477 Original Shares of £100 each and the 204 Deferred Shares of £0.01 each were re-designated as Deferred Shares 2022 and 2019 respectively. The rights attaching to those shares were amended so that they no longer carry any right to participate in dividends, or to receive notice of, or to attend, or to vote at general meetings.

Holders of Deferred Shares 2022 and 2019 have the right on winding up to receive the nominal value of their shares after the holders of Preference Shares and Ordinary Shares have received the nominal value of their shares.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2000

13 RESERVES

14

15

	Revaluation reserve £	Profit and loss account
At 1 July 1999 as previously stated Prior year adjustment	8,545,374 (2,568,920)	(10,852,115)
Retained reserves at 1 July 1999 as restated Retained loss for the year Transfer from revaluation reserve to profit and loss account	5,976,454 (137,771)	(10,852,115) (1,590,748) 137,771
At 30 June 2000	5,838,683	
RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	2000	1999 as restated
Loss for the financial year Shareholders' funds at 1 July 1999	£ (1,590,748)	£ (3,781,143)
(originally (£808,409) before deducting prior year adjustment of £2,568,920)	(3,377,329)	403,814
Shareholders' funds at 30 June 2000	(4,968,077)	(3,377,329)
CAPITAL COMMITMENTS		
	2000 £	1999 £
Contracted for but not provided in these financial statements	3,352,222	21,000

The above commitment relates to the Blades Enterprise Centre. Secured grant income to assist in financing the project amounted to £1,798,000 at 30 June 2000.

16 SIGNING-ON AND TRANSFER FEES PAYABLE

Commitments in respect of deferred signing-on fees due to players under contract at the year end and agents and not provided in the financial statements amounted to £839,100 (1999: £1,004,000).

Under the terms of certain contracts with other football clubs in respect of player transfers, certain additional amounts would be payable by the company if conditions as to future team selection or performance are met. The maximum that could be payable is £225,000 (1999: £690,000).

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2000

17 CONTINGENT LIABILITIES

The company has entered into cross guarantee arrangements regarding the bank facilities of certain other group subsidiaries. The amount guaranteed at 30 June 2000 amounted to £258,329 (1999: £215,279).

The trustees of the Football League Pension and Life Assurance Scheme have notified members that the scheme is to be wound up with effect from 31 August 1999. There is a possibility that the company may be required to contribute any shortfall arising in the scheme although it is not possible at present to quantify any such contribution.

18 PENSIONS

Certain employees of the company are members of The Football League Pension and Life Assurance Scheme ("FLPLAS"), a defined benefit scheme. The Company is one of a number of participating employers in the FLPLAS, it is not possible to allocate that part of any actuarial surplus or deficit relating to the company's employees. Consequently, contributions are expensed in the profit and loss account as they become payable.

Contributions are also made to defined contribution pension arrangements for certain employees of the company. The contributions are charged against the profit and loss account in the year in which they become payable.

The assets of all the pension schemes are held separately from those of the company in independently administered funds.

19 LEASING COMMITMENTS

Operating lease payments amounting to £5,883 (1999: £36,972) are due within one year. The leases to which these amounts relate expire as follows:

	2000	1999
	Other	Other
	£	£
In one year or less	-	333
Between one and five years	5,883	36,639
	5,883	36,972

20 TRANSACTIONS WITH RELATED PARTIES

As a wholly owned subsidiary of Sheffield United Plc, the company is exempt from the requirements of FRS 8 to disclose transactions with other members of the group headed by Sheffield United Plc.

21 CONTROLLING RELATED PARTY

The ultimate parent undertaking of this company is Sheffield United Plc incorporated in England and Wales. Group accounts for Sheffield United Plc are available from that company's registered office.