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DIRECTORS  
AND ADVISERS

**Directors**

K R Harris (Chairman)  
E J Bowler  
D C Burns  
P J Heard  
B M W Hearn  
B A Richardson  
G Richmond  
P Storr

**Secretary and Registered Office**

T S Detko  
Edward VII Quay, Navigation Way, Preston, PR2 2YF

**Auditors**

Rushtons  
Starkie House, Winckley Square, Preston, PR1 3JJ

**Solicitors**

Hammond Suddards Edge  
7 Devonshire Square, Cutlers Gardens, London, EC2M 4YH

**Bankers**

Barclays Bank plc  
PO Box 230, 15-33 Moorfields, Liverpool, L69 2RU

**Company Number**

80612



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COMPANIES HOUSE

\*EGDEL990\*

0059  
20/03/02

The directors present their report and accounts for the year ended 30 June 2001.

### Principal activities

The principal activities of the company are to be a governing body for Member Clubs, to organise annual League Football competitions and to represent and promote League Football and its Clubs.

### Business review

The conclusion of the last football season brought to an end the company's five year domestic television contract with Sky Television. From the commencement of season 2001/02 the company's domestic television contract will be with ITV Digital. In April 2001 the company announced a new three year title sponsorship agreement with Nationwide Building Society, title sponsors for the last five years, to run from the start of season 2001/02.

During the year the company has entered into two joint venture agreements, one with Premium TV Limited in November 2000 establishing a company called FLPTV Limited and the second with The FA Premier League Limited establishing a company called Football DataCo Limited. Football DataCo has not traded during the year under review whilst the company's share of FLPTV's results for the period from incorporation to 30 June 2001 are set out in note 8 to the accounts.

### Results

The profit for the year after tax was £4,136 (2000: £107,908) which has been added to reserves.

### Directors and their interests

The current directors of the company are listed on page 22. The directors who served during the year were as follows:

N G G Blackburn	(resigned 12 July 2001)	B A Richardson	(appointed 12 July 2001)
E J Bowler		G Richmond	(appointed 12 July 2001)
D C Burns	(appointed 2 October 2000)	L Rogers	(appointed 18 October 2000, resigned 12 July 2001)
K R Harris	(appointed 20 July 2000)	P Storrie	(appointed 12 July 2001)
P J Heard		I H Stott	(resigned 12 July 2001)
B M W Hearn			
J P Richards	(resigned 15 September 2000)		

None of the directors is the beneficial owner of any shares of the company. The Football League Limited maintains insurance for its directors and officers in respect of their duties as directors and officers.

### Charitable donations

During the year the company made charitable donations of £12,650. There were no political contributions.

### Directors' responsibilities

Company law requires the directors to prepare accounts 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 the accounts, 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 accounts; and prepare the accounts 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 enable them to ensure that the accounts 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.

### Auditors

The Auditors, Messrs Rushtons, have indicated their willingness to accept re-appointment under section 385(2) of the Companies Act 1985.

By order of the board

*T. S. Detko*

T S Detko  
Secretary

13 December 2001

**To the members of The Football League Limited**

We have audited the accounts of The Football League Limited for the year ended 30 June 2001 on pages 25 to 35. These accounts have been prepared under the historical cost convention and the accounting policies set out on page 25.

**Respective responsibilities of directors and auditors**

As described on page 23 the company's directors are responsible for the preparation of accounts in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the accounts in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the accounts give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the report of the directors is not consistent with the accounts, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the report of the directors and consider the implications for our report if we become aware of any apparent misstatements within it.

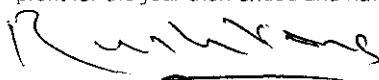
**Basis of audit opinion**

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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts 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 accounts.

**Opinion**

In our opinion the accounts give a true and fair view of the state of the company's affairs as at 30 June 2001 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



**Rushtons**  
Chartered Accountants  
Registered Auditors  
Preston

13 December 2001

### Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

#### (a) Basis of accounting

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

#### (b) Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment. Depreciation on tangible fixed assets is calculated on a straight line or reducing balance basis and aims to write down their cost to their estimated residual value over their expected useful lives as follows:

Improvements to short leasehold premises	Period of lease
Equipment	4 to 5 years
Motor vehicles	4 years

#### (c) Subsidiary undertakings

The company's investment in its subsidiary undertaking, World-Wide Soccer Limited, is stated at cost. World-Wide Soccer ceased to trade during the period ended 30 June 1993 and has been excluded from consolidation on the basis that its inclusion is not material for the purpose of giving a true and fair view and therefore consolidated group accounts have not been prepared.

#### (d) Joint venture undertakings

Those undertakings in which the company has a long-term interest and which the company jointly controls with one or more party are defined as joint venture undertakings.

As the company does not prepare consolidated group accounts the effects of including them are set out in note 8 in accordance with the requirements of Financial Reporting Standard 9.

#### (e) Tax

Corporation tax is provided on taxable profits at the current rate.

No provision is made for deferred taxation as the directors consider that no liability in respect of such tax is expected to arise in the foreseeable future.

#### (f) Turnover

Turnover represents amounts receivable for goods and services provided in the normal course of business, net of trade discounts, VAT and other sales related taxes and includes sponsorship revenues and revenues received from television broadcasting contracts but excludes gate levy income received from clubs which is offset against external charges.

#### (g) Foreign income

Foreign income is stated inclusive of withholding tax and the effect of the withholding tax suffered is shown within the taxation charge, in accordance with Financial Reporting Standard 16.

#### (h) Pension costs

Eligible employees of the company are members of the Football League Retirement Benefits Scheme. The scheme is a defined benefit scheme based upon final pensionable salary. The contributions to the scheme are charged to the profit and loss account as they become payable. The assets of the scheme do not form part of these accounts. Further details are included at note 19 to the accounts.

#### (i) Leases

Rentals payable under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

for the year ended 30 June 2001

**Profit and loss account**

	Notes	2001 £	2000 £
Turnover	1	44,459,508	43,613,926
External charges		(37,114,600)	(37,479,126)
Other operating charges		(6,322,633)	(5,043,089)
Staff costs	2, 3	(1,706,353)	(1,494,036)
		(45,143,586)	(44,016,251)
Operating loss	4	(684,078)	(402,325)
Profit on sale of tangible fixed assets		-	137,528
Loss before interest and tax		(684,078)	(264,797)
Net interest receivable and similar income	5	730,968	398,932
Profit on ordinary activities before tax		46,890	134,135
Tax on profit on ordinary activities	6	(42,754)	(26,227)
Profit retained	13	4,136	107,908

There are no recognised gains or losses for either year apart from the losses and profits for each of those financial years.

None of the company's activities were acquired or discontinued during the above financial years.

The accounting policies on page 25 and notes on pages 29-35 form part of these accounts.

as at 30 June 2001

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**Balance sheet**

	Notes	£	2001 £	2000 £
<b>Fixed assets</b>				
Tangible assets	7		290,544	180,68
Investments	8		650	10
<b>Current assets</b>				
Debtors	9	54,366,552		7,933,045
Cash at bank and in hand	10	1,348,425		17,004,994
		55,714,977		24,938,039
<b>Creditors</b>				
Amounts falling due within one year	11	(55,716,605)		(24,833,389)
<b>Net current (liabilities)/assets</b>			(1,628)	104,65
<b>Net assets</b>			289,566	285,43
<b>Capital and reserves</b>				
Called up share capital	12		-	
Profit and loss account	13		289,566	285,43
<b>Shareholders' funds</b>	18		289,566	285,43

The accounts were approved by the board of directors on 13 December 2001.

David Burns  
Director



2001 2000

**CASH FLOW  
STATEMENT**

for the year ended 30 June 2001

**Cash flow statement**

	Notes	2001 £	2000 £
<b>Net cash (outflow)/inflow from operating activities</b>	14	(16,183,185)	8,359,140
<b>Returns on investments and servicing of finance</b>			
Interest received		785,484	447,159
Interest paid		(27,705)	(46,109)
<b>Net cash inflow from returns on investments and servicing of finance</b>		<b>757,779</b>	<b>401,050</b>
<b>Taxation</b>		<b>(23,523)</b>	<b>(26,830)</b>
<b>Capital expenditure and financial investment</b>			
Purchase of tangible fixed assets		(207,460)	(14,964)
Purchase of fixed asset investments	8	(550)	-
Sale of tangible fixed assets		370	385,120
<b>Net cash (outflow)/inflow from capital expenditure and financial investment</b>		<b>(207,640)</b>	<b>370,156</b>
<b>Cash (outflow)/inflow before use of liquid resources and financing</b>		<b>(15,656,569)</b>	<b>9,103,516</b>
<b>Management of liquid resources</b>			
Decrease/(increase) in term deposits		6,000,000	(1,500,000)
<b>Net cash inflow/(outflow) from management of liquid resources</b>		<b>6,000,000</b>	<b>(1,500,000)</b>
<b>(Decrease)/increase in cash in the year</b>	15	<b>(9,656,569)</b>	<b>7,603,516</b>

The accounting policies on page 25 and notes on pages 29-35 form part of these accounts.

**Turnover**

	2001 £	2000 £
Analysis of turnover by class of business:		
Commercial activities	42,002,939	41,236,321
Receipts from the Football Association	2,456,569	2,377,601
	<b>44,459,508</b>	<b>43,613,922</b>

**Staff costs**

	2001 £	2000 £
Staff costs including directors were as follows:		
Salaries	1,410,030	1,229,941
Social security costs	146,802	126,821
Other pension costs (note 19)	149,521	137,261
	<b>1,706,353</b>	<b>1,494,023</b>

The average monthly number of employees was 48 (2000:46).

**Directors' remuneration**

	2001 £	2000 £
The total amounts for directors' remuneration and other benefits were as follows:		
Salaries and fees	141,937	224,551
Taxable benefits	8,293	7,151
	<b>150,230</b>	<b>231,702</b>
Pension contributions	10,463	11,471
Compensation for loss of office	15,000	15,000
	<b>175,693</b>	<b>258,173</b>

The remuneration of the highest paid director in the year was £113,293 (2000:£118,539).



2003

NOTES TO THE  
ACCOUNTS

for the year ended 30 June 2001

**Operating loss**

	2001 £	2000 £
Operating losses are stated after charging:		
Auditors remuneration - audit	28,000	27,000
- other services	70,256	39,750
Depreciation of tangible fixed assets	72,728	58,190
Operating leases - equipment	35,465	28,407
- other assets	150,725	114,734

**Net interest receivable and similar income**

	2001 £	2000 £
Interest receivable	762,790	445,041
Interest payable on ground improvement levies held	(31,822)	(46,109)
	730,968	398,932

**Taxation**

	2001 £	2000 £
UK corporation tax	19,257	26
Overseas withholding tax on income for the year	23,497	26,201
	42,754	26,227

for the year ended 30 June 2001

NOTES TO THE  
ACCOUNTS

### Tangible fixed assets

	Total £	Improvements to short leasehold premises £	Equipment £	Motor vehicles £
Cost				
At 1 July 2000	281,369	30,795	250,574	-
Additions	207,460	85,711	89,134	32,615
Disposals	(33,594)	(29,178)	(4,416)	-
<b>At 30 June 2001</b>	<b>455,235</b>	<b>87,328</b>	<b>335,292</b>	<b>32,615</b>
Depreciation				
At 1 July 2000	100,689	4,620	96,069	-
Charge for the year	72,728	4,391	62,225	6,112
Disposals	(8,726)	(6,809)	(1,917)	-
<b>At 30 June 2001</b>	<b>164,691</b>	<b>2,202</b>	<b>156,377</b>	<b>6,112</b>
<b>Net book value at 30 June 2001</b>	<b>290,544</b>	<b>85,126</b>	<b>178,915</b>	<b>26,503</b>
Net book value at 30 June 2000	180,680	26,175	154,505	-

### Fixed asset investments

	2001 £	2000 £
Cost and net book value		
<b>Subsidiary undertaking</b>		
Ordinary shares in World-Wide Soccer Limited	100	100
<b>Joint venture undertakings</b>		
Shares in FLPTV Limited: Issued ordinary 'B' shares	500	-
Shares in Football DataCo Limited	50	-
	<b>650</b>	<b>100</b>

**Fixed asset investments (continued)**

**World-Wide Soccer Limited**

World-Wide Soccer Limited is a wholly owned subsidiary undertaking registered in England and Wales which has remained dormant since May 1993. The company has taken advantage of section 229(2) of the Companies Act 1985 and has not prepared consolidated accounts for the year ended 30 June 2001. As a result the company's accounts present information about it as an individual undertaking and not about its group.

**FLPTV Limited**

FLPTV Limited is a joint venture undertaking, established with Premium TV Limited which is a subsidiary undertaking of ntl Incorporated. FLPTV, which was incorporated in November 2000, is registered in England and Wales and was established to provide internet websites to Football League clubs whilst acquiring the rights to licence Football League and Club Football content.

The authorised share capital of FLPTV Limited is 500 'A' ordinary shares and 500 'B' ordinary shares of £1 each and 25,000,000 redeemable non-voting special shares of £1 each. Premium TV Limited hold the 'A' ordinary shares with the company holding the 'B' ordinary shares. Voting and distribution rights attaching to both the 'A' and 'B' ordinary shares are identical in all respects.

At 30 June 2001 the ordinary shares had been issued in full and 12,900,000 special shares had been issued to Premium TV. Special shares are issued to Premium TV by FLPTV when rights fees in relation to specified periods, as set out in the joint venture agreement, have been fully distributed to the Football League and participating clubs.

These special shares are redeemable in certain specified circumstances in accordance with the terms of the joint venture agreement.

As Premium TV are funding the investment of the joint venture undertaking they are securing their future returns by the creation of a loan between FLPTV and Premium TV and by issuing redeemable non-voting special shares (see above). Repayment of the loan has priority when the first profits of the joint venture are distributed.

The company, as a shareholder has no liability to or for FLPTV over and above its £500 share capital.

FLPTV has a 31 December year-end and the financial information set out below in relation to FLPTV is derived from their unaudited management accounts from incorporation to 30 June 2001.

The company's share of FLPTV's trading results up to 30 June 2001 are made up as follows:

	2001 £
Turnover	111,702
Operating loss and loss after interest and tax	(7,621,524)

The company's share of FLPTV's net liabilities at 30 June 2001 is made up as follows:

	2001 £
Fixed assets	11,451,179
Current assets	2,118,240
Gross assets	13,569,419
Liabilities due within one year	(10,615,442)
Liabilities due after one year	(4,125,000)
Total net liabilities	(1,171,023)

During the period to 30 June 2001 amounts of £1,500,000 and £250,000 were receivable by the company from FLPTV in respect of rights and exclusivity fees and as a contribution to the company's costs. At 30 June 2001 £1,250,000 was outstanding.

**Football DataCo Limited**

The company holds 50% of the shares in Football DataCo Limited, a joint venture undertaking established with the FA Premier League. Football DataCo was incorporated in May 2001 but did not trade in the period ending 30 June 2001.

**Debtors**

	2001	2000
	£	£
Trade debtors	5,163,495	4,182,638
Other debtors	585,306	1,185,465
Prepayments and accrued income	47,222,876	2,564,079
Amounts owed by subsidiary company	863	863
Amounts owed by joint venture undertaking	1,250,000	-
VAT	144,012	-
	<b>54,366,552</b>	<b>7,933,045</b>

**Cash at bank and in hand**

	2001	2000
	£	£
Cash at bank and in hand	1,348,425	11,004,994
Term deposits	-	6,000,000
	<b>1,348,425</b>	<b>17,004,994</b>

Term deposits represent cash on deposit with banks for periods in excess of 24 hours.

**Creditors**

	2001	2000
	£	£
Amounts falling due within one year:		
Trade creditors	2,844,256	5,596,816
Receipts in advance	47,750,000	12,500,000
Ground improvement levies held	426,469	549,898
Other creditors	1,449,474	3,238,454
Accruals and deferred income	3,182,907	2,913,965
Other taxation and social security	44,242	34,230
Corporation tax	19,257	26
	<b>55,716,605</b>	<b>24,833,389</b>

Ground improvement levies held are repayable on application in accordance with the Articles of Association and Regulations of The Football League Limited.

**Called up share capital**

	2001 and 2000
	£
Authorised: 100 ordinary shares of 5p each	5
Allotted, called up, nil paid: 72 ordinary shares of 5p each	-

### Profit and loss account reserve

	Total £
At 1 July 2000	285,430
Profit retained	4,136
<b>At 30 June 2001</b>	<b>289,566</b>

### Net cash (outflow)/inflow from operating activities

	2001 £	2000 £
Operating loss	(684,078)	(402,325)
Depreciation	72,728	58,190
Loss/(profit) on disposal of tangible fixed assets	24,498	(120)
Increase in bad debt provision	166,713	7,885
(Increase)/decrease in debtors	(46,598,443)	3,809,395
Increase in creditors	30,835,397	4,886,115
<b>Net cash (outflow)/inflow from operating activities</b>	<b>(16,183,185)</b>	<b>8,359,140</b>

### Reconciliation of net cash flow to movement in net funds

	2001 £	2000 £
(Decrease)/increase in cash in the year	(9,656,569)	7,603,516
Cash (paid)/received to (increase)/decrease liquid resources	(6,000,000)	1,500,000
<b>Change in net funds</b>	<b>(15,656,569)</b>	<b>9,103,516</b>
<b>Net funds at 1 July</b>	<b>17,004,994</b>	<b>7,901,478</b>
<b>Net funds at 30 June</b>	<b>1,348,425</b>	<b>17,004,994</b>

### Analysis of net funds

	At 1 July 2000 £	Cash flows £	At 30 June 2001 £
Cash at bank and in hand	11,004,994	(9,656,569)	<b>1,348,425</b>
Short term investments	6,000,000	(6,000,000)	-
	<b>17,004,994</b>	<b>(15,656,569)</b>	<b>1,348,425</b>

**Financial commitments**

Capital commitments contracted for but not provided for at 30 June 2001 amount to £178,382 (2000:nil).

Annual commitments under non-cancellable operating leases are as follows:-

	2001		2000	
	Land & buildings	Other	Land & buildings	Other
	£	£	£	£
Expiry date:				
Within one year	64,008	4,374	-	-
In between one and five years	54,270	26,615	116,848	22,963
In five years or more	61,100	-	-	-
	<b>179,378</b>	<b>30,989</b>	<b>116,848</b>	<b>22,963</b>

**Shareholders' funds**

	2001	2000
	£	£
Shareholders' funds at 1 July	285,430	177,522
Profit for the financial year	4,136	107,908
<b>Shareholders' funds at 30 June</b>	<b>289,566</b>	<b>285,430</b>

**Defined benefit pension scheme**

The company operates a pension scheme providing benefits based on final pensionable salary. The assets of the scheme are held separately from those of the company, being invested with an insurance company. Contributions to the scheme are charged to the profit and loss account so as to spread the cost of pensions over employees' working lives with the company. The contributions are determined by a qualified actuary on the basis of triennial valuations using the Projected Unit Method.

The most recent valuation was at 1 August 1998. The assumptions which have the most significant effect on the results of the valuation are those relating to the rate of return on investments and the rate of increases in salaries and pensions. It was assumed that the investment return would exceed salary increases by on average 2% per annum and that present and future pensions would increase at the rate of 4% per annum. The pension charge for the year was £149,521 (2000: £137,262).

The actuarial valuation showed that the market value of the scheme's assets at 1 August 1998 was £1,303,700 and that the actuarial value of those assets represented 112% of the benefits that had accrued to members after allowing for expected future increases in earnings. The contribution rate recommended by the actuary in order to eliminate this surplus over the average future working lifetime of members was 16.3% (11.3% for employers and 5% for employees). However, the company prudently maintained the contribution rate from 1 April 2000 at 13.5% and 5% respectively.

Financial Reporting Standard 17 ('FRS 17') Retirement Benefits becomes fully effective for accounting periods ending on or after 22 June 2003. The following amounts, measured in accordance with the requirements of FRS 17, are disclosed in line with the transitional arrangements provided for in FRS 17.

The main actuarial assumptions incorporated in the calculations noted below are a salary escalation rate of 4% per annum, an inflation assumption of 3% per annum and a discount rate of 6% used to discount scheme liabilities. The market value of the scheme's assets and liabilities at 30 June 2001 were £1,920,000 and £1,540,000 respectively giving an estimated surplus of £380,000 with the expected rate of return being 10% per annum.

**Related party transactions**

The Football League Limited is a membership organisation and its principal activities are the organisation of League Football and the protection and promotion of League Football and Football League Clubs. The directors do not consider that the Football League's member clubs are related parties for the purposes of Financial Reporting Standard 8. All transactions requiring disclosure under the requirements of Financial Reporting Standard 8 Related Party Disclosures are shown in note 8.

NO 355

FIVE YEAR  
REVIEW

for the year ended 30 June 2001

**Profit and loss account**

	2001	2000	1999	1998	1997
	£	£	£	£	£
Turnover	44,459,508	43,613,926	38,854,433	37,773,135	40,137,236
Operating loss	(684,078)	(402,325)	(544,030)	(667,734)	(543,266)
Net interest receivable	730,968	398,932	553,611	669,942	510,382
Profit/(loss) before tax	46,890	134,135	(130,263)	2,208	(32,884)
Retained profit/(loss)	4,136	107,908	(130,892)	2,208	(32,884)

**Balance sheet**

	2001	2000	1999	1998	1997
	£	£	£	£	£
Tangible fixed assets	290,544	180,680	471,378	423,373	403,691
Investments	650	100	100	100	100
Debtors	54,366,552	7,933,045	11,752,443	12,502,211	7,999,855
Cash at bank and in hand	1,348,425	17,004,994	7,901,478	5,925,388	5,793,295
Creditors	(55,716,605)	(24,833,389)	(19,947,877)	(18,542,658)	(13,890,735)
<b>Net assets</b>	<b>289,566</b>	<b>285,430</b>	<b>177,522</b>	<b>308,414</b>	<b>306,206</b>

