WIGAN FOOTBALL CLUB LIMITED REPORT OF THE DIRECTORS AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 NOVEMBER 2006

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COMPANY INFORMATION for the Year Ended 30 November 2006

DIRECTORS

M P Lindsay D Whelan

M D Leatherbarrow B T Ashcroft P R Williams

SECRETARY

N Hansford

REGISTERED OFFICE

JJB Stadium Loire Drive Robin Park Wigan Lancashire WN5 OUH

REGISTERED NUMBER.

174692 (England and Wales)

AUDITORS

Fairhurst

Registered Auditors Chartered Accountants Douglas Bank House

Wigan Lane Wigan WN1 2TB

BANKERS.

Barclays Bank PLC Victoria House

6 Market Street

Wigan Lancashire WN1 1QS

SOLICITORS:

Platt & Fishwick The Old Bank King Street Wigan WN1 1DB

REPORT OF THE DIRECTORS for the Year Ended 30 November 2006

The directors present their report with the financial statements of the company for the year ended 30 November 2006

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of a professional Rugby League football club

REVIEW OF BUSINESS

The Board secured the services of ex Great Britain coach Brian Noble, along with world record signing Stuart Fielden However, performances have remained inconsistent

Despite finishing eighth in Super League XI, the Club's average attendances rose again from the previous season, resulting in the highest average at home for Wigan Warriors in the Super League era

The Club have vacated their shared training facility at St John Rigby College, Orrell and refurbished the clubhouse at Edge Hall Road, Orrell with a 'state of the art' gymnasium and training facilities

DIVIDENDS

The results for the year and financial position of the company are as shown in the annexed financial statements and include recommended transfers to and from reserves as follows

Retained loss at 1 December 2005 Loss for the financial year after taxation	(927,135) (1,720,409)
Accumulated deficit at 30 November 2006	(2,647,544)

No dividend can be paid (2005 - £Nil) due to brought forward losses

EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the financial statements

DIRECTORS

The directors set out in the table below have held office during the whole of the period from 1 December 2005 to the date of this report unless otherwise stated

The beneficial interests of the directors holding office at 30 November 2006 in the shares of the company, according to the register of directors' interests, were as follows

	30 11 06	1 12 05 or date of appointment if later
Ordinary shares of £1 each		
M P Lindsay	26	26
D Whelan	8	8
M D Leatherbarrow	-	-
B T Ashcroft - appointed 17/3/2006	•	•
P R Williams - appointed 10/3/2006	34	34

These directors did not hold any non-beneficial interests in the shares of the company

The interests of D Whelan in the issued share capital of the parent company, Whelco Holdings Limited, are disclosed in the financial statements of that company

REPORT OF THE DIRECTORS for the Year Ended 30 November 2006

ULTIMATE HOLDING COMPANY

The company is an 89% owned subsidiary of Whelco Holdings Limited, a company under the control and ownership of Mr D Whelan and his family

The Club plays its first team matches at the JJB Stadium, which is owned by Wigan Football Company Limited, an 85% fellow subsidiary of Whelco Holdings Limited

CHARITABLE CONTRIBUTIONS

The Club contributed £400 to charities during the year. The Club actively participates in a number of charitable and community activities and contributes time and resources to local 'not for profit' organisations and charities.

GOING CONCERN

After making enquiries the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. This includes the offer of continued financial support from the parent company. Whelco Holdings Limited. For this reason they continue to adopt the going concern basis in preparing the accounts.

TANGIBLE FIXED ASSETS

Details of movements in tangible fixed assets during the year are set out in note 7 of the financial statements, and include the write down of certain land and building improvements at St John Rigby College

INTANGIBLE FIXED ASSETS

In accordance with FRS-10 the company has capitalised fees payable on the transfer of player registrations, with an amortisation charge based on the length of player contracts (see note 6)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 these 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,
- 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

REPORT OF THE DIRECTORS for the Year Ended 30 November 2006

AUDITORS

The auditors, Fairhurst, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985

ON BEHALF OF THE BOARD

27/9/07

N Hansford - Secretary

Date

REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF WIGAN FOOTBALL CLUB LIMITED

We have audited the financial statements of Wigan Football Club Limited for the year ended 30 November 2006 on pages six to fifteen. These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's members as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out on page three

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Report of the Directors is consistent with the financial statements.

In addition, we report to you if, in our opinion, 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 other transactions 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 International Standards on Auditing (UK and Ireland) 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, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 November 2006 and of its loss for the year then ended.
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and

- the information given in the Report of the Directors is consistent with the financial statements

Fairhurst Registered Auditors Chartered Accountants Douglas Bank House Wigan Lane Wigan WN1 2TB

Date

2879107

PROFIT AND LOSS ACCOUNT for the Year Ended 30 November 2006

	Notes	2006 £	2005 £
TURNOVER		3,535,738	3,687,319
Cost of sales		216,824	160,312
GROSS PROFIT		3,318,914	3,527,007
Administrative expenses		4,426,859	4,379,631
		(1,107,945)	(852,624)
Other operating income		186,206	530,385
OPERATING LOSS	3	(921,739)	(322,239)
Profit on disposal of long leasehold prope Loss on disposal of short leasehold proper	rty ty	(754,962)	357,500
		(1,676,701)	35,261
Interest payable and sımılar charges	4	43,708	10,680
(LOSS)/PROFIT ON ORDINARY ACT BEFORE TAXATION	TIVITIES	(1,720,409)	24,581
Tax on (loss)/profit on ordinary activities	5	<u> </u>	
(LOSS)/PROFIT FOR THE FINANCIA AFTER TAXATION	AL YEAR	(1,720,409)	24,581

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the loss for the current year and the profit for the previous year

BALANCE SHEET 30 November 2006

		2000	6	200	5
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	6		444,971		132,500
Tangible assets	7		750,012		1,493,177
			1,194,983		1,625,677
CURRENT ASSETS					
Stocks	8	39,681		27,151	
Debtors	9	299,704		332,591	
Cash at bank and in hand		374,488		978,759	
		713,873		1,338,501	
CREDITORS		0.555.050		2.465.021	
Amounts falling due within one year	10	2,555,962		2 465,031	
NET CURRENT LIABILITIES			(1,842,089)		(1,126,530)
TOTAL ASSETS LESS CURRENT LIABILITIES			(647,106)		499,147
CREDITORS Amounts falling due after more than	one				
year	11		1,872,438		_1,298,282
NET LIABILITIES			(2,519,544)		<u>(799,135</u>)
CAPITAL AND RESERVES	1.4		128,000		128,000
Called up share capital	14				•
Profit and loss account	15		(2,647,544)		<u>(927,135</u>)
SHAREHOLDERS' FUNDS	20		(2,519,544)		<u>(799,135</u>)
			- 1 1		

The financial statements were approved by the Board of Directors on its behalf by

27(9(0) and were signed on

M P Lindsay - Director

CASH FLOW STATEMENT for the Year Ended 30 November 2006

		2006		200:	5
	Notes	£	£	£	£
Net cash (outflow)/inflow from operating activities	1		(91,072)		1,102,182
Returns on investments and servicing of finance	2		(43,708)		(10,680)
Capital expenditure	2		(567,322)		(1,121,390)
			(702,102)		(29,888)
Management of liquid resources	2		-		1,136
Decrease in cash in the period			(702,102)		(28,752)
Reconciliation of net cash flow to movement in net debt	3				
Decrease in cash in the period Cash inflow		(702,102)		(28,752)	
from decrease in liquid resources		-		(1,136)	
Change in net debt resulting from cash flows			(702,102)		(29,888)
Movement in net debt in the period Net debt at 1 December			(702,102) (<u>219,420</u>)		(29,888) (189,532)
Net debt at 30 November			(921,522)		(219,420)

NOTES TO THE CASH FLOW STATEMENT for the Year Ended 30 November 2006

RECONCILIATION OF OPERATING LOSS TO NET CASH (OUTFLOW)/INFLOW FROM OPERATING ACTIVITIES

		2006	2005
		£	£
		(921,739)	(322,239)
Operating loss		198,387	103,265
Depreciation charges			544
Loss on disposal of fixed assets		44,667	
Increase in stocks		(12,530)	(27,151)
Decrease/(Increase) in debtors		32,886	(20,231)
Increase in creditors		567,257	1,367,994
Net cash (outflow)/inflow from operating activities		(91,072)	1,102,182
Net cash (outflow)/inflow from operating activities			
ANALYSIS OF CASH FLOWS FOR HEADINGS NETTE	ED IN THE CASI	H FLOW STAT	EMENT
		2006	2005
		£	£
n			~
Returns on investments and servicing of finance Interest paid		(43,708)	<u>(10,680</u>)
Net cash outflow for returns on investments and servicing	of finance	<u>(43,708)</u>	<u>(10,680</u>)
Capital expenditure			
Purchase of intangible fixed assets		(465,000)	(70,000)
Purchase of tangible fixed assets		(102,322)	(4,314,365)
Sale of tangible fixed assets			3,262,975
Sale of taligible fixed assets			
Net cash outflow for capital expenditure		(567,322)	<u>(1,121,390</u>)
Management of Legard recourage			
Management of liquid resources Sale of current asset investment		_	1,136
Sale of current asset investment			1,150
Net cash inflow from management of liquid resources		-	1,136
(ver cash filliow from management of fiquid resources			
ANALYSIS OF CHANGES IN NET DEBT			
	At		At
	1/12/05	Cash flow	30/11/06
	£	£	£
Net cash			
Cash at bank and in hand	978,759	(604,271)	374,488
Bank overdraft	(1,198,179)	(97,831)	(1,296,010)
Dank Officials	<u>\-,</u>		<u> </u>
	(219,420)	(702,102)	(921,522)
	(2175,120)		(,21,,22)

2

3

Total

(219,420)

(702,102)

(921,522)

NOTES TO THE FINANCIAL STATEMENTS for the Year Ended 30 November 2006

ACCOUNTING POLICIES

Basis of preparing the financial statements

The directors have considered the following matters and have concluded that it is appropriate to continue to prepare the financial statements on the going concern basis

The Board have received assurances of ongoing support from the company's parent company, Whelco Holdings Ltd, and on the basis of projections and current operating levels believe that adequate finance is in place to allow the company to continue to trade in the foreseeable future

Accounting Convention

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

Turnover

Turnover represents ticket sales, sponsorship, advertising and other related income, excluding VAT, from the supply of goods and services in the normal course of business, and arose wholly in the United Kingdom

Player registrations

Transfer fees and amounts paid to third parties for player registrations are capitalised as intangible fixed assets and are amortised on a straight line basis over the period of the respective players' contracts

Player registrations are assessed on an annual basis and impairment losses arising are charged to the profit and loss account in the period in which they arise. Any surpluses arising are not accounted for

Tangible Fixed Assets

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation of tangible fixed assets has been calculated so as to write off the cost or revalued amount of each asset over its estimated useful life as follows

Freehold property

Long leasehold buildings Short leasehold property

Motor vehicles

Fixtures, tools and equipment

- 2% per annum on straight line basis

- 2% per annum on straight line basis

- over life of lease

-20% per annum on straight line basis

-20% per annum on straight line basis

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

Repairs and renewals

All expenditure is written off as incurred

Operating leases

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessoi are charged to the profit and loss account as incurred

NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 30 November 2006

2 STAFF COSTS

	2006	2005
	£	£
Wages and Salaries	2,728,276	2,816,924
Social security costs	208,944	244,239
·		
	2,937,220	3,061,163
		-
Included in the above are contract termination payments of £213,594 to form	mer players and o	coaches (2005
£213,952)		
Directors' remuneration, being fees and emoluments for services as director, inc	luded in the abov	e, totalled -
	2006	2005
	£	£
	<u> Nıl</u>	<u>Nil</u>
The average monthly number of employees during the year was as follows		
The average monthly number of employees during the year was as follows	2006	2005
Playing and coaching staff	76	80
Administration	16	11
	0.0	0.1
	92	<u> 91</u>
OPERATING LOSS		
The operating loss is stated after charging/(crediting)		
The operating loss is stated after charging/(crediting)		
	2006	2005
	£	£
Depreciation - owned assets	90,525	40,765
Loss on disposal of fixed assets	<u>-</u>	544
Player registration fees amortisation	107,862	62,500
Appearance monies	25,000	-
Hire of equipment	6,139	10,030
Auditor's remuneration - audit fees	6,500	5,500
Auditor's remuneration - accountancy & taxation	4,275	5,150
Transfer monies paid/(received)	18,222	(200,000)
Loss on transfer of players	44,667	26.267
Agents fees	<u>71,977</u>	<u> 36,367</u>
Directors' emoluments		
		
THE POST DAVABLE AND CIMIL AD CHARGES		
INTEREST PAYABLE AND SIMILAR CHARGES	2006	2005
	2006 £	2005 £
	£ 42.700	L 10.600

5 TAXATION

Bank interest

3

4

No liability to UK corporation tax arose on ordinary activities for the year ended 30 November 2006 nor for the year ended 30 November 2005, due to brought forward and current year losses

10,680

43,708

NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 30 November 2006

6 INTANGIBLE FIXED ASSETS

6	INTANGIBLE FIXED ASSETS			Player registration fees £
	COST			200.000
	At 1 December 2005			290,000
	Additions			465,000
	Disposals			(207 <u>,500</u>)
	At 30 November 2006			547,500
	AMORTISATION			
	At 1 December 2005			157,500
	Amortisation for year			107,862
	Eliminated on disposal			(162,833)
	At 30 November 2006			102,529
	NET BOOK VALUE			
	At 30 November 2006			444,971
	At 30 November 2005			132,500
7	TANGIBLE FIXED ASSETS			
,	••••	Freehold	Short	Long
	•	property	leasehold	leasehold
		£	£	£
	COST			
	At 1 December 2005	525,576	814,612	56,746
	Additions	-	8,476	-
	Disposals	-	(802,292)	-
	Reclassification/transfer	<u> </u>	(20,796)	
	At 30 November 2006	525,576	-	56,746
	DEDDECLATION			
	DEPRECIATION At 1 December 2005	2,118	19,684	13,036
		10,335	33,113	1,154
	Charge for year Eliminated on disposal	10,555	(47,330)	-
	Reclassification/transfer		(5,467)	_
	Reciassification/transfer		(5,107)	
	At 30 November 2006	12,453		14,190
	NET BOOK VALUE			
	At 30 November 2006	513,123	-	42,556
				
	At 30 November 2005	523,458	794,928	43,710

NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 30 November 2006

7	TANGIBLE FIXED ASSETS - continued	

,		Improvements to property £	Fixtures and fittings £	Motor vehicles £	Totals £
	COST	~	~		
	At 1 December 2005	10,816	200,762	16,850	1,625,362
	Additions	3,245	55,241	35,360	102,322
	Disposals	-	-	-	(802,292)
	Reclassification/transfer		20,796		
	At 30 November 2006	14,061	276,799	52,210	925,392
	DEPRECIATION				
	At 1 December 2005	142	80,355	16,850	132,185
	Charge for year	1,396	40,913	3,614	90,525
	Eliminated on disposal	-	-	-	(47,330)
	Reclassification/transfer	-	5,467		
	At 30 November 2006	1,538	126,735	20,464	175,380
	NET BOOK VALUE				
	At 30 November 2006	12,523	150,064	31,746	750,012
	At 30 November 2005	10,674	120,407	-	1,493,177
8	STOCKS			2006	2005
				£	£
	Souvenirs			39,681	27,151
9	DEBTORS AMOUNTS FALLING DUE V	VITHIN ONE YE.	AR		
				2006 £	2005 £
	Trade debtors			45,609	80,766
	Other debtors			13,628	6,871
	Amounts owed by group undertakings			10,492	30,000
	Accrued income			153,774	159,102
	Prepayments			76,201	55,852
				299,704	332,591
10	CREDITORS AMOUNTS FALLING DU	E WITHIN ONE V	VEAR		
10	CREDITORS AMOUNTS PALLING DO	E WITHIN ONE	LAN	2006	2005
				£	£
	Bank loans and overdrafts (see note 12)			1,296,010	1,198,179
	Trade creditors			88,236	154,463
	Social security and other taxes			176,463	145,052
	Amounts owed to group undertakings			113,724	57,286
	Amounts owed to related undertakings			5,486	40,970
	Deferred income			725,191	602,695
	Accrued expenses			150,852	266,386
				2,555,962	2,465,031
					

NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 30 November 2006

11	CREDITORS. AMOUNTS FALLING DUE AFTER MORE THAN ONE
	VEAD

	2006	2005
	£	£
Amounts owed to group undertakings	1 872,438	1,298,282

12 LOANS

15

An analysis of the maturity of loans is given below

	2006 £	2005 £
Amounts falling due within one year or on demand Bank overdrafts	1,296,010	1,198,179

13 SECURED DEBTS

The parent company, Whelco Holdings Limited, has guaranteed unlimited cover over the company's bank overdraft facilities, subject to periodic reviews

14 CALLED UP SHARE CAPITAL

RESERVES				D.,
128,000	Ordinary	£1	128,000	128,000
Allotted and Number	issued Class	Nominal value	2006 £	2005 £
128,000	Ordinary	£1	128,000	128,000
Authorised Number	Class	Nominal value	2006 £	2005 £

RESERVES	Profit and loss account
At 1 December 2005 Deficit for the year	(927,135) (1,720,409)

At 30 November 2006	(2,647,544)

16 ULTIMATE PARENT COMPANY

The company is an 89% subsidiary of Whelco Holdings Limited, a company owned by the Whelan family, and registered in England and Wales

NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 30 November 2006

17 OTHER FINANCIAL COMMITMENTS

The company is committed to pay the following contractual obligations, relating to players and coaches contracts within the next year

Contracts within the new year.	2006 £	2005 £
Expiring Within one year Between one to five years	376,499 1,242,000	647,000 978,350
	1,618,499	1,625,350

The Club has a 25 year renewable licence to use the JJB Stadium, owned by Wigan Football Company Limited, at rates determined by match revenues

18 TRANSACTIONS WITH DIRECTORS

At 30 November 2006 Mr D Whelan had a significant interest in JJB Sports plc, which traded with the company as follows -

		Sales	Sales	Purchases	Purchase
	Name of	during	ledger at	during	ledger at
Director	business	the year	30 11 06	the year	30 11 06
		£	£	£	£
D Whelan	JJB Sports plc	330,418	10,782	45,682	16,268
••					

The above transactions have been conducted on an arms length basis and in the ordinary course of business

Mr D Whelan also has a significant financial interest in Whelco Holdings Ltd which is the ultimate parent company and has provided financial support and loan monies to the company during the year

19 POST BALANCE SHEET EVENTS

The Club made a number of signings in the close season, in particular Australian international stand off Trent Barrett

In Super League XII, the Club reached the semi-finals of the Challenge Cup and have recently earned a place in the Play Offs for the Grand Final 2007, with record home attendances again achieved

Maurice Lindsay has announced that he is to step down as Chairman at the end of the current season, after 28 years with the Club

2005

2006

20 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	£ 2006	£
(Loss)/Profit for the financial year	(1,720,409)	24,581
Net (reduction)/addition to shareholders' funds Opening shareholders' funds	(1 720,409) _(799,135)	24,581 (823,716)
Closing shareholders' funds	(2,519,544)	(799,135)
Equity interests	(2,519,544)	<u>(799,135</u>)