Company number: 0989465

REPORT AND FINANCIAL STATEMENTS (ABBREVIATED) FOR THE YEAR ENDED 31 MAY 1997



CROMPTON, WARD & COMPANY

ACCOUNTANTS

AUDITORS REPORT TO THE DIRECTORS OF BROMSGROVE ROVERS FOOTBALL CLUB LIMITED

UNDER PARAGRAPH 24 OF SCHEDULE 8 TO THE COMPANIES ACT 1985

We have examined the abbreviated accounts set out on pages two to four, together with the full accounts of the Company. The scope of our work for the purpose of this report was limited to confirming the opinion as set out in the following paragraph.

In our opinion the Company is entitled to the exemptions as set out in the Directors' statement on page two and the abbreviated accounts have been properly prepared in accordance with Part III of Schedule 8 to the Companies Act 1985.

On 2) Sowlow 151 we reported as reporting auditors to the shareholders on the statutory accounts of the Company for the year ended 31 May 1997, prepared under Section 226 of the Companies Act 1985 as modified by the exemptions provided by Part 1 of Schedule 8. Our report under Section 249 of the Companies Act 1985 was as follows:

"We have audited the financial statements on pages three to nine which have been prepared under the historical cost convention and the accounting policies set out on page five.

Respective responsibilities of Directors and Auditors

As described on page one, the Company's Directors are responsible for the preparation of the financial statements. 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

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We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes an 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 that 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 the information in the financial statements.

Fundamental Uncertainty

In forming our opinion, we have considered the adequacy of the disclosures made in the financial statements concerning the outcome of negotiations to restructure the Company's bank facilities. The financial statements have been prepared on a going concern basis, the validity of which depends upon the continued support of the Company's bankers and the directors and supporters who have loaned money to the Company.

The financial statements do not include any adjustments that would result from a withdrawal of this support. Details of the circumstances relating to this fundamental uncertainty are described in Note 1. Our opinion is not qualified in this respect.

Opinion

In our opinion the financial statements give a true and fair view of the state of the Company's affairs at 31 May 1997 and of its loss for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to small companies".

> fiswers 1997

Crompton, Ward & Company

Registered Auditor 182 Worcester Road

Bromsgrove Worcs

B61 7AZ

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ABBREVIATED BALANCE SHEET			1005	<u>31</u>	MAY 1997
	<u>Notes</u>	£	1997 £	£	<u>1996</u> £
FIXED ASSETS	Notes	<i>3</i> ₩	~	~	~
Tangible assets					
Ground improvements	2		19,279		22,462
Floodlights	2		4,260		4,960
Social Club buildings	2		23,063		24,709
Fixtures, fittings and furniture	2		10,596		12,466
Ground and sports equipment	2		173		204
Dressing rooms, Boardroom and	2		22 546		35,561
Executive Suite	2		32,546		
TOTAL FIXED ASSETS			89,917		100,362
<u>CURRENT ASSETS</u>					
Stock		3,386		2,460	
Debtors		4,900		17,308	
Cash at bank and in hand		1,212		1,277	
		9,498		21,045	
CREDITORS: amounts falling due					
within one year		59,712		9,273	
Bank overdraft/loans Other loans		7,752		7,534	
Other toans Other taxes and social security		13,684		16,105	
Accruals and deferred income		32,609		13,997	
·		113,757		46,909	
NET CURRENT LIABILITIES			(104,259)		(25,864)
TOTAL ASSETS LESS CURRENT LIABILITIES			(14,342)		74,498
11					
Financed by:-					
CREDITORS: amounts falling due after more than one year	3		43,130		135,078
	_		•		
CAPITAL AND RESERVES			4.53.50.4		50.604
Called up share capital	4		163,604		53,604
Profit and loss account			(221,076)		(114,184)
			(14,342)		74,498
					

In preparing these abbreviated accounts we have relied upon Sections 247 and 248 of the Companies Act 1985 on the grounds that the Company is entitled to the benefit of those sections as a small Company.

Approved on behalf of the Board:

DIRECTOR Date

NOTES TO THE ABBREVIATED ACCOUNTS

31 MAY 1997

1 Accounting policies

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently is set out below:

Basis of accounting

The Company meets its day to day working capital requirements through an overdraft facility which is repayable on demand. The Company also has in place loans from the Directors which are interest free and are not due for repayment until 1 June 2006.

The Directors have considered the future cash flow requirements of the Company and in negotiations with their bankers have agreed to convert part of the overdraft to a medium term loan. On the basis of their consideration of the Company's cash flow and the agreement with their bankers, the Directors consider that the Company will continue to operate within the facility currently agreed. However, the margin of facilities over requirements is not large and, inherently there can be no certainty in relation to these matters. On this basis, the Directors consider it appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from a withdrawal of bank support.

Depreciation

Depreciation is calculated to write down the cost or valuations of all assets over their expected lives. The rates and methods used are:

Category	<u>Method</u>	<u>Rate</u>
Ground improvements	straight line	10% pa
Floodlights	straight line	£700 pa
Social Club buildings	straight line	5% pa
Fixtures, fittings and furniture	reducing balance	15% pa
Ground and sports equipment	reducing balance	15% pa
Dressing rooms, boardroom & executive suite	straight line	5% pa

Stock

Stock is stated at the lower of cost and net realisable value.

2 Fixed assets

T Mea disserts			Ground
	<u>Floodlights</u> £	<u>Fixtures</u> £	Equipment £
COST	*	2	~
At start of year	14,560	33,690	4,678
Additions in year	-	-	-
At end of year	14,560	33,690	4,678
<u>DEPRECIATION</u> At start of year	9,600	21,224	4,474
Charge for the year	700	1,870	31
At end of year	10,300	23,094	4,505
NET BOOK VALUE	4.000	12.466	204
At start of year	4,960	<u>12,466</u>	204
At end of year	4,260	10,596	173

NOTES TO THE ABBREVIATED ACCOUNTS (Continued)

31 MAY 1997

2 Fixed Assets (Continued)

		Dressing rooms,	
	Social Club	Boardroom and	Ground
	Buildings	Executive Suite	<u>Improvements</u>
	£	£	£
COST			25.225
At start of year	32,939	60,321	35,235
Additions in year		<u>-</u>	
At end of year	32,939	60,321	35,235
<u>DEPRECIATION</u>	 		
At start of year	8,230	24,760	12,773
Charge for the year	1,646	3,015	3,183
At end of year	9,876	27,775	15,956
NET BOOK VALUE At start of year	24,709	35,561	22,462
At end of year	23,063	32,546	19,279
O No Company of Citizen In the Company of the Citizen In the City of the City			
Creditors: amounts falling due after more than or	ne year	1997	199 <u>6</u>
		£	£
Bromsgrove District Council		176	312
Bass Mitchells & Butler Limited		17,954	24,766
Directors and supporters		25,000	110,000
		43,130	135,078
		-	

The Bromsgrove District Council loan is repayable at the rate of £130 per year including interest at 3% on the reducing balance.

The loans from Bass Mitchells & Butler Limited are repayable in instalments over more than five years and interest at the rate of 5% is charged.

The loans from Directors and supporters are interest free and are not due for repayment until 1 June 2006.

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NOTES TO THE ABBREVIATED ACCOUNTS (Continued)

31 MAY 1997

4 <u>Share capital</u> comprises:

Ordinary shares of £1 each Authorised	240,000	61,000
Issued and fully paid	163,604	53,604

At an Extraordinary General Meeting of Members held on 21 May 1997 the following Ordinary Resolution was passed:-

That the authorised share capital of the Company be increased to £240,000 by the creation of 179,000 ordinary shares to rank pari passu with the existing ordinary shares of the Company.

On the 21 May 1997 it was approved at an Extraordinary Meeting of the Company that loans made to the Company by Directors and supporters totalling £110,000 were capitalised and distributed to such Directors and supporters in the proportion of one £1 ordinary share for each £1 loaned to the Company.