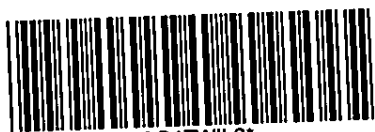


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**BRISTOL ROVERS  
(1883) LIMITED**

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

30 JUNE 2009

COMPANY NO 4501223

**BRISTOL ROVERS (1883) LIMITED**

**FINANCIAL STATEMENTS**

For the year ended 30 June 2009

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Company registration number	4501223
Registered office	The Memorial Stadium Filton Avenue Horfield Bristol BS7 0BF
Chairman	N J Higgs
Other directors	B W Bradshaw D Bram G M H Dunford R King K Masters E Ware
President	D H A Dunford
Company Secretary	A J Watola, ACA
Bankers	Barclays Bank plc Bristol Business Centre PO Box 324 Park House Newbrick Road Stoke Gifford Bristol BS34 8ZJ  HBOS plc PO Box 208 21 Prince Street Bristol BS99 7JG
Solicitors	TLT Solicitors 1 Redcliff Street Bristol BS1 6TP
Auditors	Grant Thornton UK LLP Registered auditors Chartered accountants Hartwell House 55 - 61 Victoria Street Bristol BS1 6FT

**BRISTOL ROVERS (1883) LIMITED**

**FINANCIAL STATEMENTS**

For the year ended 30 June 2009

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## BRISTOL ROVERS (1883) LIMITED

### CHAIRMAN'S STATEMENT

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It gives me great pleasure to give my second Chairman's Report to the shareholders of Bristol Rovers (1883) Limited

The Club has made steady progress on the pitch with a final position of 11th and 63 points. I believe we have established ourselves in the division and given ourselves a strong base to move forward. The current season has probably the strongest line up in this division ever, with Leeds, Norwich, Charlton, Millwall and Southampton joining us from the higher divisions and making it more difficult to enter the play off spots with their larger fan bases and consequent revenue streams. As I write this statement we still have an opportunity to gatecrash the party and I suspect that the remaining play-off spots will not be decided until the last game of the season, and I hope they will include us.

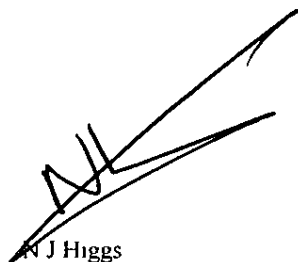
Our financial performance for the season reflects both our investment in the playing squad and our lack of success in the cup competitions. Consequently our football revenues have dropped to £2,249,008 (2008 £3,696,097) and I have to report a loss of £1,727,368 (2008 £442,139 profit). This trading loss is unsustainable in the long term and relies on the support of the directors, both in loans and equity. It also underlines the need to progress the stadium regeneration plan, which we are still putting a huge amount of effort into, and I hope to be able to make a positive announcement in this respect in the near future.

I am pleased to report that the strength of your support is reflected in an increase in our match-day attendances to 7,145 (2008 6,865) which is 20% up on season 2006/07 despite the credit crunch. This show of support is what makes this club what it is, and encourages the directors to redouble their efforts to bring you a Stadium to be proud of.

Following the year end we have moved the first team training venue back to Bristol at The South Bristol Sports Centre, and the facility is first class. The players and management team are delighted with the set up. We have also appointed a Head of Youth in Darren Patterson to bridge the gap between our Centre of Excellence and the first team squad, and we are pleased with his work to date. The inclusion of Ben Swallow, Charlie Reece and Charlie Clough in our first team squad is testament to the progress being made, and we look forward to more youngsters progressing through to capitalise on our investment.

Unfortunately I have to report the sad loss of Ron Craig who passed away in November 2009. Ron was a great servant to the Club and will be greatly missed for his wisdom and guidance.

Finally I should like to thank the Board and my family for their support over the last twelve months.



N J Higgs  
Chairman

22 February 2010

## BRISTOL ROVERS (1883) LIMITED

### REPORT OF THE DIRECTORS

---

The directors present their report together with financial statements for the year ended 30 June 2009

#### Principal activities

The principal activities of the group are that of a professional football league club and the operation of a sports stadium

#### Business review

The Chairman's statement includes a review of the development of the business during the year, its position at the year end and likely future developments

There was a loss for the year after taxation amounting to £1,727,368 (2008 profit of £442,139)

#### Financial risk management objectives and policies

The group uses various financial instruments, these include loans, cash, preference shares, ordinary shares and various items, such as trade debtors and trade creditors that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the group's operations. The main risks arising from the group's financial instruments are cash flow interest rate risk and liquidity risk. The directors review and agree policies for managing each of these risks and they are summarised below. These policies have remained unchanged from previous years.

#### Interest rate risk

The group finances its operations and manages its exposure to interest rate fluctuations through a mixture of bank borrowings, preference shares, ordinary shares and directors' loans.

#### Liquidity risk

The group seeks to manage the liquidity risk with regular monitoring of cash flow forecasts to ensure that sufficient liquidity is available to meet the group's foreseeable needs.

#### Directors

The directors who served the company during the year were as follows

	Ordinary shares
B W Bradshaw	938,293
D Brain	-
R Craig	242,080
G M H Dunford	1,318,221
N J Higgs	1,500,000
R King	260,000
K Masters	-
E Ware	142,857

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**Directors' responsibilities for the financial statements**

The directors are responsible for preparing the Annual Report and 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 financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). The financial statements are required by law to give a true and fair view of the state of affairs of the group and parent company and of the profit or loss of the group 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,
- state whether applicable UK 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 adequate accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act. 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.

In so far as each of the directors is aware

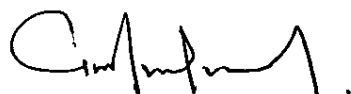
- there is no relevant audit information of which the company's auditors are unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

**Auditors**

Grant Thornton UK LLP, have expressed willingness to continue in office. In accordance with s485(4) of the Companies Act 2006 a resolution to reappoint Grant Thornton UK LLP as auditors will be proposed at the Annual General Meeting.

ON BEHALF OF THE BOARD



G M H Dunford  
Director  
22 February 2010

**REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF  
BRISTOL ROVERS (1883) LIMITED**

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We have audited the financial statements of Bristol Rovers (1883) Limited for the year ended 30 June 2009 which comprise the principal accounting policies, the group profit and loss account, the group and parent company balance sheet, the consolidated cash flow statement and the related notes 1 to 28. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 auditor's 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**

As explained more fully in the Directors' Responsibilities Statement on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

**Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the APB's website at [www.frc.org.uk/apb/scope/UKNP](http://www.frc.org.uk/apb/scope/UKNP).

**Opinion on the financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the group's and the parent company's affairs as at 30 June 2009 and of the group's loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Emphasis of matter - going concern**

In forming our opinion, which is not qualified, we have considered the adequacy of the disclosure made in note 1 to the financial statements concerning the group's ability to continue as a going concern.

The group is showing a loss of £1,727,368 for the year ended 30 June 2009 and at 30 June 2009 the group's current liabilities exceed its current assets by £3,885,973. This condition, along with other matters explained in note 1 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the group's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the group was unable to continue as a going concern.

**REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF  
BRISTOL ROVERS (1883) LIMITED**

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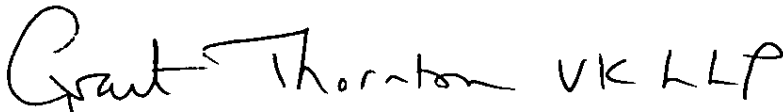
**Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

**Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

Grant Thornton UK LLP

Mark Aldridge  
Senior Statutory Auditor  
for and on behalf of Grant Thornton UK LLP  
Statutory Auditor, Chartered Accountants  
Bristol  
22 February 2010



## **BRISTOL ROVERS (1883) LIMITED**

### **PRINCIPAL ACCOUNTING POLICIES**

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#### **BASIS OF PREPARATION**

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention (see note 1)

The principal accounting policies of the group are set out below. The policies have remained unchanged from the previous year.

#### **BASIS OF CONSOLIDATION**

The group financial statements consolidate those of the company and of its subsidiary undertakings drawn up to 30 June 2009. Profits or losses on intra-group transactions are eliminated in full. On acquisition of a subsidiary, all of the subsidiary's assets and liabilities which exist at the date of acquisition are recorded at their fair value reflecting their condition at that date.

Goodwill arising on consolidation, representing the excess of the fair value of the consideration given over the fair values of the identifiable net assets acquired, is capitalised and is amortised on a straight line basis over its estimated useful economic life.

#### **TURNOVER**

Turnover is the total amount receivable by the group for goods supplied and services provided, excluding VAT and trade discounts. Gate and other matchday revenue is recognised over the period of the football season as matches are played. Sponsorship and similar commercial income is recognised over the duration of the respective contracts. The fixed element of the broadcasting revenues is recognised over the duration of the football season, whilst facility fees for live coverage or highlights are taken when earned.

#### **DEPRECIATION**

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

Motor vehicles	- 20% to 33%
Plant and machinery	- 10% to 20%
Computer equipment	- 33%
Freehold improvements	- 5% to 33%

No depreciation is provided on freehold properties as it is the group's policy to maintain these assets in a continual state of sound repair. The useful economic lives of these assets are thus so long and residual values so high that any depreciation would not be material. Residual values are based on prices prevailing at the date of acquisition or subsequent valuation. Provision is made in the profit and loss account for any permanent diminution in value.

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**INTANGIBLE FIXED ASSETS**

The group capitalises as an intangible asset the element of a player's transfer fee which relates to his registration together with associated costs and amortises that element over the period of his contract. No provision is made for the value of the players developed within the group.

**STOCKS**

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

**DEFERRED TAXATION**

Deferred tax is recognised on all timing differences where the transactions or events that give the group an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date.

**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 the 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.

**FINANCIAL INSTRUMENTS**

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

**BRISTOL ROVERS (1883) LIMITED**

**PRINCIPAL ACCOUNTING POLICIES**

*Continued*

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**EMPLOYEES' CONTRACTS**

Provision is made for all liabilities in respect of employees' contracts signed before the balance sheet date

**GRANTS**

Grants 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

Grants of a revenue nature are credited to the profit and loss account in the same period as the related expenditure

**CONTRIBUTIONS TO PENSION SCHEME**

**Defined Contribution Scheme**

The pension costs charged against profits represent the amount of the contributions payable to the scheme in respect of the accounting period

**BRISTOL ROVERS (1883) LIMITED****CONSOLIDATED PROFIT AND LOSS ACCOUNT**

For the year ended 30 June 2009

	Note	2009	2008
		£	£
Turnover	2	4,007,389	5,796,793
Operating expenditure	3	<u>(5,525,758)</u>	<u>(5,016,933)</u>
		(1,518,369)	779,860
Donations from support organisations		<u>76,075</u>	<u>90,739</u>
<b>Operating (loss) / profit before amortisation of players</b>		<b>(1,442,294)</b>	<b>870,599</b>
Amortisation of players		<u>(305,708)</u>	<u>(183,920)</u>
<b>Operating (loss) / profit</b>		<b>(1,748,002)</b>	<b>686,679</b>
Profit / (loss) on sale of players		52,641	(14,623)
Compensation for loss of youth player		<u>126,000</u>	<u>5,000</u>
(Loss) / profit on ordinary activities before interest		(1,569,361)	677,056
Net interest	4	<u>(163,235)</u>	<u>(229,328)</u>
<b>(Loss) / profit on ordinary activities before taxation</b>		<b>(1,732,596)</b>	<b>447,728</b>
Tax on (loss) / profit on ordinary activities	6	<u>5,228</u>	<u>(5,589)</u>
<b>(Loss) / profit on ordinary activities after taxation</b>		<b><u>(1,727,368)</u></b>	<b><u>442,139</u></b>

There were no recognised gains or losses other than the (loss) / profit for the financial year

All operations are classed as continuing

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

**BRISTOL ROVERS (1883) LIMITED**

CONSOLIDATED BALANCE SHEET AS AT 30 JUNE 2009

	Note	2009	2008
		£	£
<b>Fixed assets</b>			
Intangible assets	8	326,998	413,706
Tangible assets	9	5,370,592	5,227,081
Investments	10	1	1
		<u>5,697,591</u>	<u>5,640,788</u>
<b>Current assets</b>			
Stocks	11	56,863	9,184
Debtors	12	266,406	474,775
Cash at bank and in hand	13	43,923	7,438
		<u>367,192</u>	<u>491,397</u>
<b>Creditors' amounts falling due within one year</b>			
Shares classed as financial liabilities	14	(366,500)	(370,000)
Other	14	(3,886,665)	(2,855,349)
		<u>(4,253,165)</u>	<u>(3,225,349)</u>
<b>Net current liabilities</b>		<u>(3,885,973)</u>	<u>(2,733,952)</u>
<b>Total assets less current liabilities</b>		<u>1,811,618</u>	<u>2,906,836</u>
<b>Creditors:</b>			
<b>amounts falling due after more than one year</b>	15	<u>(1,293,133)</u>	<u>(1,530,928)</u>
		<u>518,485</u>	<u>1,375,908</u>
<b>Capital and reserves</b>			
Called up share capital	17	489,576	371,624
Share premium account	18	2,360,677	1,608,684
Profit and loss account	18	(3,415,342)	(1,684,474)
Capital reserve	18	1,083,574	1,080,074
<b>Shareholders' funds</b>	19	<u>518,485</u>	<u>1,375,908</u>

The financial statements were approved by the Board of Directors on 22 February 2010

G M H Dunford



Director

Company no

4501223

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

**BRISTOL ROVERS (1883) LIMITED**

BALANCE SHEET AT 30 JUNE 2009

	Note	2009	2008
		£	£
<b>Fixed assets</b>			
Tangible assets	9	6,034,001	5,904,508
Investments	10	<u>725,462</u>	<u>725,364</u>
		6,759,463	6,629,872
<b>Current assets</b>			
Stocks	11	-	-
Debtors	12	742,925	87,070
Cash at bank and in hand	13	<u>21,721</u>	<u>-</u>
		764,646	87,070
<b>Creditors, amounts falling due within one year</b>			
Shares classed as financial liabilities	14	(346,500)	(350,000)
Other	14	<u>(2,797,551)</u>	<u>(2,788,648)</u>
		(3,144,051)	(3,138,648)
<b>Net current liabilities</b>		<u>(2,379,405)</u>	<u>(3,051,578)</u>
<b>Total assets less current liabilities</b>		4,380,058	3,578,294
<b>Creditors:</b>			
amounts falling due after more than one year	15	<u>(982,702)</u>	<u>(1,167,940)</u>
		<u>3,397,356</u>	<u>2,410,354</u>
<b>Capital and reserves</b>			
Called up share capital	17	489,576	371,624
Share premium account	18	2,360,677	1,608,684
Profit and loss account	18	265,103	151,546
Capital reserve	18	<u>282,000</u>	<u>278,500</u>
<b>Shareholders' funds</b>		<u>3,397,356</u>	<u>2,410,354</u>

The financial statements were approved by the Board of Directors on 22 February 2010

G M H Dunford



Director

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

**BRISTOL ROVERS (1883) LIMITED****CONSOLIDATED CASHFLOW STATEMENT**

For the year ended 30 June 2009

	Note	£	2009 £	2008 £
<b>Net cash inflow from operating activities</b>	20		<b>(835,756)</b>	<b>1,086,154</b>
<b>Returns on investments and servicing of finance</b>				
Interest received		1,709		15,148
Interest paid		(145,939)		(207,392)
Finance charge on shares classed as financial liabilities		<u>(19,005)</u>		<u>(37,084)</u>
<b>Net cash outflow from returns on investments and servicing of finance</b>			<b><u>(163,235)</u></b>	<b><u>(229,328)</u></b>
			<b>(998,991)</b>	<b>856,826</b>
<b>Corporation tax paid</b>			<b>(2,707)</b>	<b>(1,938)</b>
<b>Capital expenditure and financial investment</b>				
Purchase of tangible fixed assets		(167,212)		(1,824,850)
Proceeds on sale of fixed assets		-		302,125
Purchase of players and agents' fees		(230,550)		(476,517)
Sale of players		64,191		36,227
Compensation for loss of youth player		<u>126,000</u>		<u>5,000</u>
<b>Net cash outflow from capital expenditure and financial investment</b>			<b><u>(207,571)</u></b>	<b><u>(1,958,015)</u></b>
			<b>(1,209,269)</b>	<b>(1,103,127)</b>
<b>Financing</b>				
Issue of shares		869,945		446,990
Repurchase of shares classed as financial liabilities		(3,500)		(121,000)
Repayment of borrowing		(41,250)		(45,000)
Receipts from borrowing		<u>472,818</u>		<u>536,868</u>
<b>Net cash inflow from financing</b>			<b><u>1,298,013</u></b>	<b><u>817,858</u></b>
<b>Increase / (decrease) in cash</b>	21		<b><u>88,744</u></b>	<b><u>(285,269)</u></b>

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

# BRISTOL ROVERS (1883) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2009

### 1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared on the going concern basis which assumes that the company and its subsidiaries will continue in operational existence for the foreseeable future

The group is showing a loss of £1,727,368 for the year ended 30 June 2009 and at 30 June 2009 the group's current liabilities exceeded its current assets by £3,885,973 and operating losses are indicated for the year ending 30 June 2010

The directors continue to review the cost base of the club and as in previous years, expect to realise further funds from non-operating sources. The directors consider that on this basis it is appropriate to prepare the financial statements on the going concern basis. The validity of the going concern assumption depends on the group's ability to manage its cost base and realise such further funds. The financial statements do not include any adjustments that would result from a failure to achieve sufficient cost reductions and raise the necessary funds.

### 2 TURNOVER AND (LOSS) / PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The turnover and (loss) / profit before taxation are attributable to the running of a professional football league club and the operation of a sports stadium

	2009 £	2008 £
Football receipts	2,249,008	3,696,097
Other receipts	<u>1,758,381</u>	<u>2,100,696</u>
	<u>4,007,389</u>	<u>5,796,793</u>

The (loss) / profit on ordinary activities is stated after

	2009 £	2008 £
Auditors' remuneration		
Audit services	14,000	13,750
Depreciation and amortisation		
Other intangible assets	305,708	183,920
Tangible fixed assets, owned	23,701	23,316
Operating lease rentals		
Land and buildings	9,000	9,000
Other	6,242	6,242
Grants credited	(12,962)	(12,962)

### LIABILITY LIMITATION AGREEMENT WITH THE AUDITOR

The directors have agreed that the company enter into a liability limitation agreement with Grant Thornton UK LLP, the statutory auditor, in respect of the statutory audit for the year ended 30 June 2009. The proportionate liability agreement follows the standard terms in Appendix B to the Financial Reporting Council's June 2008 Guidance on Auditor Liability Agreements, and will be proposed for approval at the forthcoming Annual General Meeting.



**BRISTOL ROVERS (1883) LIMITED**

## NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**3 OPERATING EXPENDITURE**

	2009	2008
	£	£
Products purchased for resale	394,350	418,688
Players and staff costs	3,865,247	3,199,403
Match and ground expenses	945,098	1,040,610
Administrative expenses	<u>321,063</u>	<u>358,232</u>
	<u><u>5,525,758</u></u>	<u><u>5,016,933</u></u>

**4 NET INTEREST**

	2009	2008
	£	£
Interest on loans and overdrafts	145,939	207,392
Other interest receivable and similar income	(1,709)	(15,148)
Finance charge on shares classed as financial liabilities	<u>19,005</u>	<u>37,084</u>
	<u><u>163,235</u></u>	<u><u>229,328</u></u>

**5 DIRECTORS AND EMPLOYEES**

Staff costs during the year were as follows

	2009	2008
	£	£
Wages and salaries	3,506,722	2,916,043
Social security costs	343,197	276,418
Other pension costs	<u>15,328</u>	<u>6,942</u>
	<u><u>3,865,247</u></u>	<u><u>3,199,403</u></u>

The average number of employees of the group during the year was as follows

	2009	2008
	Number	Number
Playing staff	32	30
Management and administration staff	27	23
Commercial staff	3	6
Centre of Excellence	21	21
Bar/catering staff	<u>40</u>	<u>31</u>
	<u><u>123</u></u>	<u><u>111</u></u>

The directors received no remuneration for their services in the year (2008 £nil)

**BRISTOL ROVERS (1883) LIMITED**

## NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**6 TAX ON LOSS ON ORDINARY ACTIVITIES**

The tax charge represents

	2009	2008
	£	£
Corporation tax @ 21% (2008 20 25%)	-	2,881
Adjustment re prior year	<u>(5,228)</u>	<u>2,708</u>
	<u><u>(5,228)</u></u>	<u><u>5,589</u></u>

Unrelieved tax losses of £2,445,934 (2008 £812,245) remain available to offset against future taxable trading profits

Factors affecting the tax charge for the period

	2009	2008
	£	£
(Loss) / profit on ordinary activities before tax	<u><u>(1,732,596)</u></u>	<u><u>447,728</u></u>
(Loss) / profit on ordinary activities multiplied by the standard rate of corporation tax at 21% (2008 20 25%)	(363,845)	90,661
Expenses not deductible for tax purposes	14,700	13,193
Capital allowances for the period less than depreciation	3,374	9,486
Short term timing differences	6,719	5,883
Losses carried back	(1,981)	5,439
Increase in/(use of) tax losses	341,033	(121,781)
Adjustment re prior year	(5,228)	2,708
Deduction not allowable for tax purposes	-	-
Current tax charge for period	<u><u>(5,228)</u></u>	<u><u>5,589</u></u>

**7 LOSS PROFIT FOR THE FINANCIAL YEAR**

The parent company has taken advantage of section 408 of the Companies Act 2006 and has not included its own profit and loss account in these financial statements. The group loss for the year includes a profit of £117,057 (2008 loss of £153,506) which is dealt with in the financial statements of the company.

**BRISTOL ROVERS (1883) LIMITED**

## NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**8 INTANGIBLE FIXED ASSETS****The group**

	<b>Goodwill on consolidation</b>	<b>Players</b>	<b>Total</b>
	<b>£</b>	<b>£</b>	<b>£</b>
<b>Cost</b>			
At 1 July 2008	38,069	674,342	712,411
Additions	-	219,000	219,000
Disposals	-	(41,854)	(41,854)
<b>30 June 2009</b>	<b>38,069</b>	<b>851,488</b>	<b>889,557</b>
<b>Amortisation</b>			
At 1 July 2008	38,069	260,636	298,705
Provided in the year	-	305,708	305,708
Disposals	-	(41,854)	(41,854)
<b>30 June 2009</b>	<b>38,069</b>	<b>524,490</b>	<b>562,559</b>
<b>Net book amount at 30 June 2009</b>	<b>-</b>	<b>326,998</b>	<b>326,998</b>
<b>Net book amount at 30 June 2008</b>	<b>-</b>	<b>413,706</b>	<b>413,706</b>

Goodwill on consolidation has been written off in the year of acquisition as, in the directors' opinion, this accurately reflects its useful economic life

**BRISTOL ROVERS (1883) LIMITED**

## NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**9 TANGIBLE FIXED ASSETS****The group**

	<b>Plant, equipment &amp; motor vehicles £</b>	<b>Fixtures &amp; fittings £</b>	<b>Freehold property and improvements £</b>	<b>Total £</b>
<b>Cost</b>				
At 1 July 2008	633,837	5,987	5,470,475	6,110,299
Additions	<u>29,780</u>	<u>-</u>	<u>137,432</u>	<u>167,212</u>
At 30 June 2009	<u>663,617</u>	<u>5,987</u>	<u>5,607,907</u>	<u>6,277,511</u>
<b>Depreciation</b>				
At 1 July 2008	576,385	3,318	303,515	883,218
Provided in the year	<u>6,565</u>	<u>2,669</u>	<u>14,467</u>	<u>23,701</u>
At 30 June 2009	<u>582,950</u>	<u>5,987</u>	<u>317,982</u>	<u>906,919</u>
Net book amount at 30 June 2009	<u><u>80,667</u></u>	<u><u>-</u></u>	<u><u>5,289,925</u></u>	<u><u>5,370,592</u></u>
Net book amount at 30 June 2008	<u><u>57,452</u></u>	<u><u>2,669</u></u>	<u><u>5,166,960</u></u>	<u><u>5,227,081</u></u>

Included under freehold property for both the group and the company are professional fees of £2,139,264 (2008 £2,005,982) and strategic property acquisitions of £748,291 (2008 £748,291) relating to the stadium regeneration project

**BRISTOL ROVERS (1883) LIMITED**

NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**9 TANGIBLE FIXED ASSETS (CONTINUED)**

**The company**

	Plant and equipment £	Freehold properties £	Fixtures and fittings £	Total £
Cost				
At 1 July 2008	465,069	5,856,254	3,318	6,324,641
Additions	1,780	133,282	-	135,062
At 30 June 2009	<u>466,849</u>	<u>5,989,536</u>	<u>3,318</u>	<u>6,459,703</u>
Depreciation				
At 1 July 2008	416,815	-	3,318	420,133
Provided in the year	5,569	-	-	5,569
At 30 June 2009	<u>422,384</u>	<u>-</u>	<u>3,318</u>	<u>425,702</u>
Net book amount at 30 June 2009	<u>44,465</u>	<u>5,989,536</u>	<u>-</u>	<u>6,034,001</u>
Net book amount at 30 June 2008	<u>48,254</u>	<u>5,856,254</u>	<u>-</u>	<u>5,904,508</u>

**10 FIXED ASSET INVESTMENTS**

**The group**

	£
Cost and net book amount at 1 July 2008 and at 30 June 2009	<u>1</u>

At 30 June 2009 the group held 33% of the equity of South Gloucestershire Arenas Limited, set up for the development of a mixed use sports stadium. At 30 June 2009 the aggregate capital and reserves of South Gloucestershire Arenas Limited was £3 (2008 £3)

**BRISTOL ROVERS (1883) LIMITED**

NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**10 FIXED ASSET INVESTMENTS (continued)**

**The company**

	<b>Shares in subsidiary undertakings £</b>
Cost	
At 30 June 2009	<u>725,462</u>
Amounts written off	
At 30 June 2009	<u>-</u>
Net book amount at 30 June 2009 (2008 £725,364)	<u><u>725,462</u></u>

At 30 June 2009 the company held 20% or more of the equity of the following

<b>Subsidiary undertakings</b>	<b>Nature of business</b>	<b>Class of capital held</b>	<b>Proportion held</b>
Bristol Rovers Football Club Limited	Professional football league club and the operation of a sports stadium	Ordinary shares	100%
The Memorial Stadium Company Limited	Sports stadium leasing & catering facilities provision (dormant)	Ordinary shares	100%
Filton Avenue Guarantee Company Limited	Stadium development (dormant)	-	100%
Filton Avenue Developments Limited	Stadium development (dormant)	Ordinary shares	74%
The Memorial Stadium Development Company Limited	Stadium development (dormant)	Ordinary shares	80%

The Memorial Stadium Company Limited's shares are held by Bristol Rovers Football Club Limited

**11 STOCKS**

	<b>The group</b>		<b>The company</b>	
	<b>2009</b>	<b>2008</b>	<b>2009</b>	<b>2008</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Goods for resale	<u>56,863</u>	<u>9,184</u>	<u>-</u>	<u>-</u>

**BRISTOL ROVERS (1883) LIMITED**

NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**12 DEBTORS**

	The group		The company	
	2009	2008	2009	2008
	£	£	£	£
Trade debtors	126,419	137,552	-	110
Amounts due from group undertakings	-	-	742,092	-
Social security and other taxes	2,346	200	531	200
Other debtors	47,518	248,268	-	86,458
Prepayments and accrued income	90,123	88,755	302	302
	<u>266,406</u>	<u>474,775</u>	<u>742,925</u>	<u>87,070</u>

**13 CASH AT BANK AND IN HAND**

	The group		The company	
	2009	2008	2009	2008
	£	£	£	£
Cash and bank	<u>43,923</u>	<u>7,438</u>	<u>21,721</u>	<u>-</u>

**14 CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR**

	The group		The company	
	2009	2008	2009	2008
	£	£	£	£
Bank loans and overdraft	1,348,807	1,234,792	1,151,337	996,069
Brewery loan	45,000	45,000	-	-
Unsecured directors' loans	509,177	204,082	509,177	204,082
Payments received in advance	775,530	434,142	-	-
Trade creditors	134,234	238,189	-	1,443
Social security and other taxes	247,814	118,789	4,037	8,536
Corporation tax	-	5,589	700	2,708
Amounts due to group undertakings	-	-	670,314	1,308,878
Loans from related parties	430,714	245,682	430,714	245,682
Other creditors	219,894	168,891	850	19,175
Accruals and deferred income	162,533	147,231	28,767	420
Other deferred income grants	12,962	12,962	1,655	1,655
Shares classed as financial liabilities	366,500	370,000	346,500	350,000
	<u>4,253,165</u>	<u>3,225,349</u>	<u>3,144,051</u>	<u>3,138,648</u>

**BRISTOL ROVERS (1883) LIMITED**

## NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**14 CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR (continued)**

The bank loans and overdrafts of the group are secured by fixed and floating charges over the assets of the group and a fixed charge over the freehold property of the group

The Brewery loan is secured by a fixed charge over the property of the company

Loans from related parties includes £100,000 which is secured on proceeds from specific non-trading transactions

Shares classed as financial liabilities (group) includes £20,000 (2008 £20,000) redeemable preference shares in The Memorial Stadium Company Limited which carry an entitlement to a fixed cumulative dividend at a rate of 9% per annum

**15 CREDITORS AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	2009	The group 2008	2009	The company 2008
	£	£	£	£
Bank loans	944,902	1,128,485	944,902	1,128,485
Brewery loan	236,250	277,500	-	-
Deferred income grants	111,981	124,943	37,800	39,455
	<u>1,293,133</u>	<u>1,530,928</u>	<u>982,702</u>	<u>1,167,940</u>

The bank and Brewery loans are secured as disclosed under note 14

The original bank loan to purchase the stadium is repayable in equal quarterly instalments and bears interest at a rate of 2.5% above LIBOR. In August 2008 this bank loan (£944,902 at 30 June 2009) was renegotiated and is now repayable in one amount in June 2013

The remaining bank loans acquired to purchase strategic properties and to fund stadium redevelopment to date are repayable within one year and bear interest at a rate of 2.5% above LIBOR

The Brewery loan is repayable in equal monthly instalments and bears interest at a rate of 0.75% below base rate



**BRISTOL ROVERS (1883) LIMITED**

NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**16 BORROWINGS**

Borrowings are repayable as follows	2009 £	The group 2008 £	2009 £	The company 2008 £
Within one year				
Bank and other borrowings	1,902,984	1,483,874	1,660,513	1,200,151
After one and within two years				
Bank and other borrowings	45,000	467,417	-	422,417
After two and within five years				
Bank and other borrowings	1,079,902	493,251	944,902	358,251
After five years				
Bank and other borrowings	<u>56,250</u>	<u>445,317</u>	<u>-</u>	<u>347,817</u>
	<u><b>3,084,136</b></u>	<u><b>2,889,859</b></u>	<u><b>2,605,415</b></u>	<u><b>2,328,636</b></u>

**17 SHARE CAPITAL**

Allotted, called up and fully paid	2009 £	2008 £
<b>Equity</b>		
4,895,756 ordinary shares of 10p each	<u>489,576</u>	<u>371,624</u>
<b>Shares classed as financial liabilities</b>		
145,500 'A' preference shares of £1 each	145,500	149,000
41,000 'B' preference shares of £1 each	41,000	41,000
160,000 'C' preference shares of £1 each	<u>160,000</u>	<u>160,000</u>
	<u><b>346,500</b></u>	<u><b>350,000</b></u>

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2009

**17 SHARE CAPITAL (continued)**

Allotments during the year

During the year the company issued 10,800 ordinary shares at a premium of £0 40

During the year the company issued 10,800 ordinary shares at a premium of £4 90

During the year the company issued 1,157,922 ordinary shares at a premium of £0 60

Preference shares

A, B and C preference shares carry an entitlement to a fixed cumulative dividend at 3%, 2.5% and 2% above the base rate respectively. A, B and C preference shares may be redeemed on or after the 3rd, 2nd and 1st anniversaries of issue respectively. Holders of preference shares have no entitlement to vote. Preference shareholders have the right, on a winding-up, to receive repayment of capital in priority to ordinary shareholders.

**18 SHARE PREMIUM ACCOUNT AND RESERVES**

The group	Share premium account £	Capital reserve £	Profit and loss account £
At 1 July 2008	1,608,684	1,080,074	(1,684,474)
Retained loss for the year	-	-	(1,727,368)
Redemption of preference shares	-	3,500	(3,500)
Premium on allotment during the year	<u>751,993</u>	-	-
At 30 June 2009	<u>2,360,677</u>	<u>1,083,574</u>	<u>(3,415,342)</u>
The company	Share premium account £	Capital reserve £	Profit and loss account £
At 1 July 2008	1,608,684	278,500	151,546
Retained profit for the year	-	-	117,057
Redemption of preference shares	-	3,500	(3,500)
Premium on allotment during the year	<u>751,993</u>	-	-
At 30 June 2009	<u>2,360,677</u>	<u>282,000</u>	<u>265,103</u>

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2009

**19 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

	2009	2008
	£	£
(Loss) / profit for the financial year	(1,727,368)	442,138
Issue of shares	869,945	446,990
Shareholders' funds at 1 July 2008	<u>1,375,908</u>	<u>486,780</u>
Shareholders' funds at 30 June 2009	<u><u>518,485</u></u>	<u><u>1,375,908</u></u>

**20 NET CASH (OUTFLOW)/INFLOW FROM OPERATING ACTIVITIES**

	2009	2008
	£	£
Operating (loss)/profit	(1,748,002)	686,679
Depreciation charges	23,701	23,316
Loss on sale of tangible fixed assets	-	40,479
Amortisation of grants	(12,962)	(12,962)
Amortisation and impairment of players	305,708	183,920
(Increase) / decrease in stock	(47,679)	4,376
Decrease in debtors	210,715	20,920
Increase in creditors	<u>432,763</u>	<u>139,426</u>
Net cash (outflow)/inflow from operating activities	<u><u>(835,756)</u></u>	<u><u>1,086,154</u></u>

**21 RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT**

	2009	2008
	£	£
Increase/(decrease) in cash in the year	88,744	(285,269)
Cash inflow from increase in debt financing	<u>(428,068)</u>	<u>(370,868)</u>
Movement in net debt in the year	<u>(339,324)</u>	<u>(656,137)</u>
Net debt at 1 July 2008	<u>(3,498,103)</u>	<u>(2,841,966)</u>
Net debt at 30 June 2009	<u><u>(3,837,427)</u></u>	<u><u>(3,498,103)</u></u>

**BRISTOL ROVERS (1883) LIMITED**

## NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**22 ANALYSIS OF CHANGES IN NET DEBT**

	At 1 July 2008	Cash flow	Non-cash items	At 30 June 2009
	£	£	£	£
Cash at bank and in hand	7,438	36,485	-	<b>43,923</b>
Overdrafts	<u>(249,729)</u>	<u>52,259</u>	-	<u>(197,470)</u>
	(242,291)	88,744	-	(153,547)
Debt	<u>(3,255,812)</u>	<u>(428,068)</u>	-	<u>(3,683,880)</u>
Total	<u>(3,498,103)</u>	<u>(339,324)</u>	-	<u>(3,837,427)</u>

**23 CAPITAL COMMITMENTS**

The group and the company had capital commitments at 30 June 2009 of £nil (30 June 2008 £53,000)

**24 CONTINGENT ASSETS AND LIABILITIES**

The group may receive, under transfer agreements, further amounts for players already sold dependent on whether these players are sold on again for a profit. No reliable estimate can be made on the likelihood of these players being transferred or their potential transfer values.

The group and the company have, under transfer agreements, a liability to pay additional sums dependent on players' attainment and any subsequent transfer value. No provision has been made in these accounts for such liabilities and no reliable estimates can be made of any subsequent transfer values.

**25 PENSIONS**

The group operates a defined contribution pension scheme for the benefit of employees. The assets of the scheme are administered by trustees in a fund independent from those of the group.

The group has in the past contributed to The Football League Limited Pension and Life Assurance Scheme, a defined contribution pension scheme operated on behalf of all league clubs.

**BRISTOL ROVERS (1883) LIMITED**

## NOTES TO THE FINANCIAL STATEMENTS

*Continued*

For the year ended 30 June 2009

**26 LEASING COMMITMENTS**

Operating lease payments amounting to £15,242 (2008 £24,242) are due within one year  
The leases to which these amounts relate expire as follows

**The group**

	2009		2008	
	Land and buildings	Other £	Land and buildings	Other £
In one year or less	9,000	-	-	-
Between two and five years	-	6,242	18,000	6,242
	<u>9,000</u>	<u>6,242</u>	<u>18,000</u>	<u>6,242</u>

**The company**

	2009		2008	
	Land and buildings	Other £	Land and buildings	Other £
In one year or less	-	-	-	-
Between one and five years	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

**27 RELATED PARTIES AND TRANSACTIONS WITH DIRECTORS**

The group had loans outstanding of £430,714 from Deltavon Developments Limited at the year end (2008 £245,682) a company in which G M H Dunford is a director

During the year sales of £nil (2008 £41,166) were made to Cowlin Construction and purchases of £nil (2008 £28,000) from Cowlin Construction a company in which N Higgs was a director There were no year end balances outstanding at 2009 or 2008

There are no other material related party transactions in the year

**28 CONTROLLING RELATED PARTIES**

The directors consider that there is no single controlling related party