

36624



NOTICE OF ANNUAL GENERAL MEETING



*Captain Dave Watson lifts the FA Cup,
20 May 1995*

Notice is hereby given that the one hundred and sixteenth Annual General Meeting of The Everton Football Club Co Ltd (The Company) will be held at Goodison Park, Liverpool L4 4EL on Tuesday 21 November 1995 at 7 pm for the purposes of considering the following business:

- 1) To receive the Directors' Report and Accounts for the year ended 31 May 1995.
- 2) To elect Directors.
- 3) To appoint Auditors for the ensuing year, and authorise the Directors to fix their remuneration.
- 4) To transact any other business which may be transacted at the Annual General Meeting of the Company.

The transfer books of the Company will be closed until the 22 November 1995.

By order of the Board

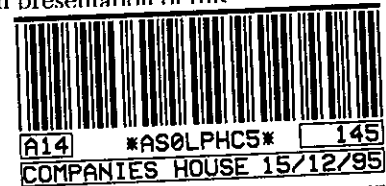
M J Dunford
Secretary
Goodison Park
Liverpool
L4 4EL

12 October 1995

Notes

- 1) A member entitled to attend and vote at the above meeting may appoint one or more proxies to attend, and on a poll, to vote in his/her place. A proxy need not be a member of the Company.
- 2) To be valid, a duly executed instrument of proxy must be lodged at the Registered Office of the Company at least 48 hours before the time appointed for holding the meeting.
- 3) Admission to the Meeting will be on presentation of this Annual Report.

NOTICE OF ANNUAL GENERAL MEETING



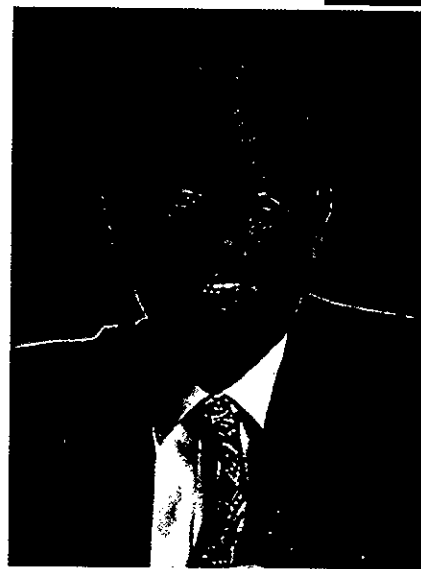
“ Last season was one of great contrasts. Once again our long established position in the top flight was under threat and was only confirmed in the penultimate game of the season. ”





Last season was one of great contrasts. Once again our long established position in the top flight was under threat and was only confirmed in the penultimate game of the season. However we did lift our first major trophy for eight years on a memorable May afternoon in London. This FA Cup Final success was quite an achievement, for it earned us a place in Europe for the first time in ten years, in fact since we won the Cup Winners Cup in 1985 only to be denied the chance of further glory by the UEFA ban on English clubs.

The league season opened in disappointing fashion, with a return of only eight points from fourteen games constituting the worst ever start to a campaign in the history of Everton. Regrettably the disastrous spell led to your Board having to terminate the contracts of the manager Michael Walker and coach David Williams. Subsequently, new manager Joe Royle and coach Willie Donachie steered us to Premier League safety with the remaining 28 games reaping a further 42 points.



In contrast with our superb run in the other big knockout competition, our involvement in the Coca-Cola Cup ended at the first hurdle, as the result of a defeat over the course of two legs against Portsmouth.

Throughout all the varying fortunes on the field of play the one constant factor was the backing given to us by our supporters. Their enthusiasm was magnificent and average attendances increased by 37% to 31,368.

Here at Everton we are proud of our youth policy and we have an outstanding crop of youngsters whose abilities promise great things for the future. They were instrumental in our reserve side gaining runners-up spot in the First Division of the Pontins League, whilst the A & B teams finished 3rd and 4th respectively in the Lancashire League.

In order to develop our youth policy, a large sports ground and social club in Netherton has been purchased. Boasting four full size pitches and space for a floodlit astroturf pitch, the ground will be designated Everton's Youth Centre of Excellence.

At youth level, representative honours for England were won by Jonathan O'Connor, Graham Allen, Michael Branch, John O'Toole, John Marshall, Michael Ball, Michael O'Brien and David Poppleton with Richard Dunn representing the Republic of Ireland.



CHAIRMAN'S
REPORT





The death of John Marshall, one of our young YTS boys, at the age of 16, devastated all at the Club and we offer our condolences to his family

Since the last report the following players have joined the club - Daniel Amokachi, Earl Barrett, David Burrows, Duncan Ferguson and Vinny Samways. Outgoing transfers have been Brett Angell, David Burrows, Tony Cottee and Mark Ward.

At international level, Neville Southall, Barry Horne, Anders Limpar, Daniel Amokachi and Duncan Ferguson represented their countries at senior level. David Unsworth and Tony Grant represented England at under 21 level.

Income from gate receipts and season ticket sales rose by a little over £3.6m, whilst trading and other activities rose by around £1m. The operating profit of £1.1m, translated into a loss of £9.37m after transfer fees were accounted for.

After ten years, club sponsorship with NEC came to an end and we are delighted to record that our new sponsors, DANKA, have signed a four year agreement.

In the 1990's the commercial activities of a football club are a key element in its success or failure and we are confident that our satellite souvenir shop in Gwladys Street and the recently completed Walton Lane megastore give us a commercial presence to match that of any other Premiership club.

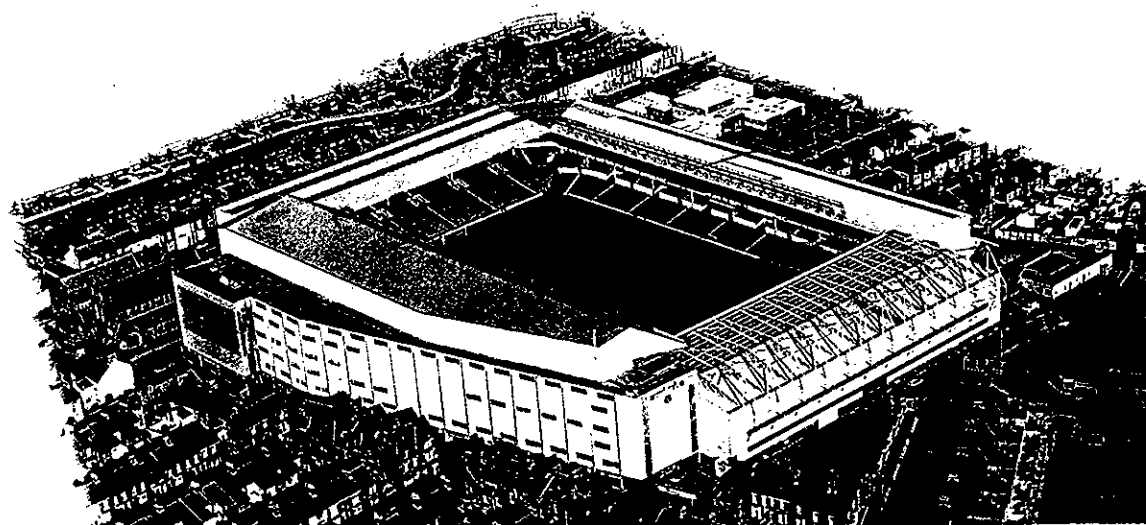
I mentioned in the 1994 report that Jim Greenwood would be retiring at the end of the year and I am pleased to welcome our new Secretary, Michael Dunford, and Commercial Manager, Andrew Watson.

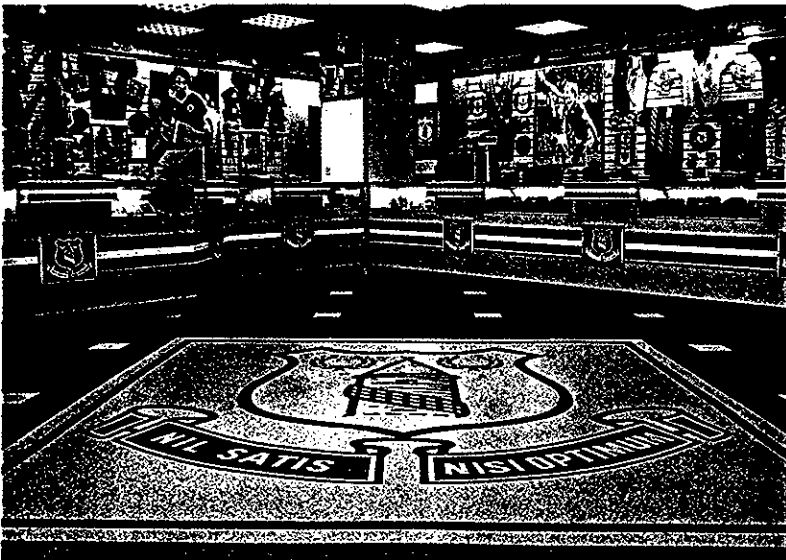
One of our directors, David Newton, has decided to retire after 16 years on the Board and I would like to take this opportunity to thank him for his support and wish him a long and happy retirement.

Finally, may I thank my Board colleagues, the Manager and his staff, and all other members of staff for their support and loyalty in what was an interesting, and ultimately successful season.

Peter Johnson

12 October 1995





“ In the 1990’s the commercial activities of a football club are a key element in its success or failure and we are confident that our Satellite Souvenir Shop in Gwladys Street and the recently completed Walton Lane Megastore give us a commercial presence to match that of any other Premiership club. ”



DIRECTORS' REPORT

The directors present their report and the financial statements of the Company for the year ended 31st May 1995.

Principal Activity

The principal activity of the Company continues to be that of a professional football club.

Review of Business

The results of the year's trading are shown on page 12 of the financial statements.

A net loss of £9,373,396 arose in the year.

A review of the Company's business and future developments is set out in the Chairman's Report.

Dividend

The directors do not recommend the payment of a dividend.

Fixed Assets

Information relating to changes in the fixed assets is given in note 10 to the financial statements.

Directors

The directors in office in the year and their beneficial interests in the share capital of the company at the end of the financial year and of the previous financial year (or date of appointment where later) were as follows:

	Number of Stock Units	
	31st May 1995	31st May 1994
P R Johnson (appointed 26.7.94)	2,498	1
Sir Desmond H Pitcher DL	13	13
B C Finch (appointed 26.7.94)	12	-
R J Hughes (appointed 26.7.94)	3	-
Sir Philip Carter CBE	103	103
Dr D M Marsh	10	11
K M Tamlin	17	17
D A B Newton	5	5
W Kenwright	25	25
A J L Abercromby (appointed 26.7.94)	3	3
The Rt Hon C J Suenson Taylor (appointed 26.7.94)	102	88

D A B Newton has resigned as a director with effect from 26 September 1995.





In accordance with the Articles of Association Mr K.M. Tamlin, Sir Philip D. Carter and Mr W. Kenwright retire by rotation and, being eligible, offer themselves for re-election.

The Board of Directors, in accordance with the Articles of Association, have determined that the maximum number of directors should be ten with effect from 26 September 1995.

Directors' Responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors confirm that the financial statements comply with the above requirements.

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.

Auditors

The auditors, Messrs Rogers Bowler & Co., have signified their willingness to continue in office if re-appointed at the forthcoming annual general meeting.

Approved by the Board on 12 October 1995
and signed on its behalf by

M. Dunford, Secretary.





**MINUTES OF THE 115TH ANNUAL GENERAL MEETING
OF THE EVERTON FOOTBALL CLUB COMPANY LIMITED**

*Held at Goodison Park, Liverpool on Thursday 10th
November 1994 at 7.00 pm*

Present:

Mr P R Johnson (in the chair), Sir H Desmond Pitcher DL, Sir Philip Carter CBE, Dr D M Marsh, Mr K M Tamlin, Mr D A B Newton, Mr W Kenwright, The Rt Hon C J Suenson-Taylor, Mr A J L Abercromby and Mr R J Hughes (Directors), Mr J Greenwood (Secretary), Mr M J Dunford (Secretary Designate) and Mr P B Bowler (representing Rogers, Bowler & Co), together with 175 stockholders.

Apologies

Apologies were recorded for Messrs B C Finch (Director), A R Tighe and J Tushingham.

Notice Convening the Meeting

It was agreed the notice convening the meeting should be taken as read.

Admission of the Press

It was agreed that the members of the Press in attendance should be allowed to remain throughout the meeting.

Minutes of the 114th AGM

It was agreed the Minutes of the 114th Annual General Meeting of the Company, circulated with the Annual Report and Accounts, should be taken as read.

Mrs E Jones proposed that the Minutes should be approved and signed as a correct record. Mr R E D Edwards seconded and the proposal was carried.

Chairman's Report

It was agreed that the Chairman's Report, circulated with the Annual Report and Accounts, should be taken as read.

The Chairman advised the Meeting that, following the termination of the contract of Mr Mike Walker as Manager on November 8, the Board had been successful in recruiting a very worthy successor whom he would introduce to the Meeting at the conclusion of the official business.

Mr M J Dunford, the Secretary designate, was introduced to the meeting and the Chairman expressed the thanks and appreciation of the Board and the Stockholders for the 20 years loyal service of Mr J Greenwood who would be retiring on 31 December 1994 as Secretary and Chief Executive.





Directors' Report and Accounts

It was agreed the Directors' & Auditors' Reports should be taken as read.

Mr R J Hughes formally proposed the adoption of the Reports and Accounts and Mr J P Hacking seconded. There were no questions and the proposal was carried.

Dividend

Mr K M Tamlin formally proposed that no dividend should be paid. Mr K B Nolan seconded and the proposal was carried.

Appointment of Auditors

Sir Desmond H Pitcher DL formally proposed that Messrs Rogers Bowler and Co be re-appointed as auditors for the ensuing year and their remuneration be left for the Directors to determine. Mr L Bernicoff seconded and the proposal was carried.

Election of Directors

The Chairman reported that the four retiring Directors were Dr D M Marsh and Messrs D A B Newton, B C Finch and R J Hughes. All were eligible and seeking re-election. In addition nominations had been received in respect of Messrs K B Nolan and J Mass.

In accordance with the Articles of Association, the Board had determined that the number of directors at the present time should remain at eleven.

In those circumstances there were six nominations for four vacancies and the Chairman had determined that the election would be by ballot.

The meeting unanimously agreed the procedure that each stockholder would vote for up to four candidates of the six shown on the ballot paper.

It was agreed that Messrs N Dainty, G Hirst and E Birch be appointed as tellers.

Messrs J Mass and K B Nolan each addressed the meeting briefly to present their case for election to the Board.

The Chairman reported the result of the ballot, as follows:

Mr R J Hughes	3,574	Dr D M Marsh	2,923
Mr B C Finch	3,569	Mr K B Nolan	465
Mr D A B Newton	3,491	Mr J Mass	382

The Chairman formally declared Messrs Hughes, Finch, Newton and Marsh elected for a further term and Dr Marsh expressed thanks to the meeting on behalf of the four re-elected Directors.

Close of Business

The Chairman formally declared the meeting closed and introduced the new Manager, Mr Joe Royle, to the meeting.

MINUTES



PROFIT AND LOSS ACCOUNT

For the year ended 31 May 1995

	Notes	1995 £	1994 £
<i>Turnover</i>	2	13,545,624	8,858,407
Direct operating costs		<u>(12,607,814)</u>	<u>(8,007,302)</u>
<i>Gross Profit</i>		937,810	851,105
Other income	3	<u>146,471</u>	<u>147,846</u>
<i>Operating Profit</i>	4	1,084,281	998,951
Interest receivable	5	62,760	6,333
Interest payable	6	<u>(143,277)</u>	<u>(227,698)</u>
<i>Profit</i> on ordinary activities before transfer fees		1,003,764	777,586
Transfer fees	7	<u>(10,377,160)</u>	<u>(1,228,212)</u>
<i>Loss</i> on ordinary activities before taxation		(9,373,396)	(450,626)
Taxation	9	-	(4,414)
<i>Loss for the year</i>	15	<u>(9,373,396)</u>	<u>(455,040)</u>

All amounts relate to continuing operations.

The company has no recognised gains or losses other than the loss for each of the above two financial years.

**BALANCE SHEET**

At 31 May 1995

	Notes	1995		1994	
		£	£	£	£
<i>Fixed Assets</i>					
Tangible assets	10		9,544,301		8,633,266
<i>Current Assets</i>					
Stocks	11	208,887		68,105	
Debtors	12	3,306,112		1,776,093	
Cash at bank and in hand		32,699		110,166	
			<u>3,547,698</u>		<u>1,954,364</u>
<i>Creditors:</i>					
Amounts falling due within one year	13	9,218,326		7,340,561	
			<u>(5,670,628)</u>		<u>(5,386,197)</u>
<i>Net Current Liabilities</i>					
			<u>£3,873,673</u>		<u>£3,247,069</u>
<i>Total Assets Less Current Liabilities</i>					
Representing:					
<i>Capital and Reserves</i>					
Called up share capital	14		5,000		2,500
Share premium account	15		9,997,500		-
Revaluation reserve	15		4,527,325		4,527,325
Profit and loss account	15		(10,656,152)		(1,282,756)
Shareholders' funds	16		<u>£3,873,673</u>		<u>£3,247,069</u>

The financial statements were approved by the Board on 26th September 1995 and signed on its behalf by

P R Johnson & R J Hughes,
Directors





CASH FLOW STATEMENT
For the year ended 31 May 1995

		1995		1994	
	Notes	£	£	£	£
NET CASH INFLOW FROM OPERATING ACTIVITIES	17a		2,966,299		2,334,353
<i>Returns on investments and servicing of finance</i>					
Interest received		62,760		6,333	
Interest paid		<u>(143,277)</u>		<u>(227,698)</u>	
Net cash outflow from returns on investments and servicing of finance			(80,517)		(221,365)
<i>Taxation</i>					
Tax refunded			3,382		5,322
<i>Investing activities</i>					
Payments to acquire tangible fixed assets		(2,644,175)		(1,392,054)	
Grants from The Football Trust		1,503,465		-	
Receipts from sales of tangible fixed assets		86,484		80,270	
Transfer fees payable (net)		<u>(10,377,160)</u>		<u>(1,228,212)</u>	
Net cash outflow from investing activities			<u>(11,431,386)</u>		<u>(2,539,996)</u>
NET CASH OUTFLOW BEFORE FINANCING			<u>(8,542,222)</u>		<u>(421,686)</u>
<i>Financing</i>					
Issue of new share capital, including premium		10,000,000		-	
Loans repaid		<u>(53,352)</u>		<u>(4,858)</u>	
Net cash inflow/(outflow) from financing	17c		9,946,648		(4,858)
INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	17b		<u>£1,404,426</u>		<u>£ (426,544)</u>

CASH FLOW STATEMENT





NOTES TO THE ACCOUNTS

For year ended 31 May 1995

I ACCOUNTING BASIS AND POLICIES

These accounts have been prepared on the historical cost basis of accounting as modified to include valuations of the Club's properties, and in accordance with applicable UK accounting standards, and accounting policies consistent with those adopted previously. The principal accounting policies are as follows:-

(i) Turnover

Turnover is stated exclusive of value added tax and match receipts are included net of percentage payments to visiting clubs, The FA, Premier League and The Football Association.

(ii) Fixed Assets and Depreciation

It is the Club's policy to maintain the value and extend the life of its properties by regular expenditure charged to revenue, and to revalue the properties every four years and adjust the book values accordingly. However, in view of the significant developments in progress at the year end, the directors felt that it would be inappropriate to undertake the revaluation due this year and have postponed it for one year. Having regard to the aforementioned policy, depreciation is not provided on the Club's properties as the directors are of the opinion that the sum involved would be immaterial. Depreciation on other fixed assets has been calculated at 25% on the book value.

(iii) Stocks

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

(iv) Transfer fees

Transfer fees payable and receivable are dealt with in the profit and loss account in the year in which the transfer contract is signed.

(v) Signing-on Fees and Loyalty Bonuses

Signing-on fees and loyalty bonuses are charged on the accruals basis and those instalments due in the future on continued service are not provided for but are noted as contingent liabilities at Note 19.

(vi) Grants

Grants receivable from The Football Trust are deducted from the expenditure to which they relate.

(vii) Deferred Taxation

Deferred tax is provided at current rates in respect of the tax effect of all material timing differences, to the extent that it is probable that a liability or asset will crystallize in the foreseeable future.

2	TURNOVER	1995	1994
		£	£
	Match receipts and income from related footballing activities	10,322,364	6,721,342
	Commercial and sundry income	3,223,260	2,137,065
		<hr/>	<hr/>
		13,545,624	8,858,407
		<hr/>	<hr/>
3	OTHER INCOME	1995	1994
		£	£
	Donations from development associations	127,792	122,050
	Rents receivable	18,679	25,796
		<hr/>	<hr/>
		146,471	147,846
		<hr/>	<hr/>

NOTES
TO THE
ACCOUNTS





4	OPERATING PROFIT	1995	1994
		£	£
	The operating profit is stated after charging:		
	Depreciation	143,191	123,028
	Costs of capital restructuring	106,315	131,650
	Auditors' remuneration - for audit	9,000	7,500
	- for other services	11,650	8,950
		<hr/>	<hr/>
5	INTEREST RECEIVABLE	1995	1994
		£	£
	Bank deposit interest	52,485	-
	Other interest	10,275	6,333
		<hr/>	<hr/>
		62,760	6,333
		<hr/>	<hr/>
6	INTEREST PAYABLE	1995	1994
		£	£
	On bank overdrafts	143,215	227,674
	On other liabilities	62	24
		<hr/>	<hr/>
		143,277	227,698
		<hr/>	<hr/>
7	TRANSFER FEES	1995	1994
		£	£
	Transfer fees payable and related levies	(12,727,160)	(3,803,212)
	Transfer fees receivable	2,350,000	2,575,000
		<hr/>	<hr/>
		(10,377,160)	(1,228,212)
		<hr/>	<hr/>
8	PARTICULARS OF EMPLOYEES	1995	1994
		Number	Number
	The average weekly number of employees during the year was as follows:		
	Playing, training and management	57	54
	Maintenance and administration	35	29
	Catering and sales	50	31
		<hr/>	<hr/>
		142	114
		<hr/>	<hr/>
	Aggregate payroll costs were as follows:-	1995	1994
		£	£
	Wages and salaries	6,679,794	4,597,099
	Social security costs	587,216	390,722
	Other pension costs	164,348	188,390
		<hr/>	<hr/>
		7,431,358	5,176,211
		<hr/>	<hr/>





8 Other pension costs comprise contributions made by the Company in respect of the majority of its permanent employees to pension schemes which are independently administered by the Football League Limited, together with contributions made to individual pension contracts with insurance companies under agreements with certain employees. All pension arrangements are defined contribution schemes and contributions are charged to the profit and loss account in the year to which they relate.

The directors received no emoluments from the company during the year.

9 TAXATION

No taxation arises on the results of the current year and losses are available for relief against future profits for taxation purposes.

In view of the continuing use of the freehold properties by the company in the future, no provision is considered necessary in respect of the potential tax liability which might arise in the event of the disposal of the properties at the amounts at which they are included in these accounts, and in the opinion of the directors it is impracticable and of no useful purpose to attempt to quantify it.

10 TANGIBLE FIXED ASSETS

	Properties £	Plant and equipment £	Vehicles £	Total £
Cost or valuation				
At 31 May 1994	8,305,326	869,684	251,744	9,426,754
Additions	2,342,397	254,348	47,430	2,644,175
Grants	(1,503,465)	—	—	(1,503,465)
Disposals	—	—	(170,192)	(170,192)
Revaluation adjustment	—	—	—	—
At 31 May 1995	9,144,258	1,124,032	128,982	10,397,272
Cost	2,660,258	1,124,032	128,982	3,913,272
Valuation in April 1991	6,484,000	—	—	6,484,000
	9,144,258	1,124,032	128,982	10,397,272
Depreciation				
At 31 May 1994	—	689,579	103,909	793,488
Provided during year	—	108,613	34,578	143,191
On disposals	—	—	(83,707)	(83,707)
At 31 May 1995	—	798,192	54,780	852,972
Net book value				
At 31 May 1995	9,144,258	325,840	74,202	9,544,300
At 31 May 1994	8,305,326	180,105	147,835	8,633,266

Expenditure of £1,552,202 incurred during the year on the completion of the new Park End Stand is included above under additions to properties. The aggregate cost of the stand over the past two years is £2.7 million, in respect of which the Club has received or been promised grants of £1.5 million from the Football Trust.

The Club's properties are freehold, with the exception of certain minor residential properties which are long leasehold.





10 If the freehold properties had not been revalued regularly since 1983 they would have been included at the following amounts on the basis previously appertaining:

	1995 £	1994 £
Cost	4,800,920	3,958,523
Aggregate depreciation	162,846	156,876
Net book value	<u>4,638,074</u>	<u>3,801,647</u>

11 STOCKS

	1995 £	1994 £
Refreshments, souvenirs and goods for resale	199,982	66,188
Maintenance stocks	8,905	1,917
	<u>208,887</u>	<u>68,105</u>

12 DEBTORS

	1995 £	1994 £
Trade debtors	2,661,737	1,350,845
Other debtors	211,781	258,975
Prepayments and accrued income	432,594	166,273
	<u>3,306,112</u>	<u>1,776,093</u>

Other debtors includes a bridging loan of £190,000 (1994 - Nil) to an officer of the company other than a director.

13 CREDITORS:
Amounts falling due within one year

	1995 £	1994 £
Trade creditors	4,206,456	2,053,324
Social security and other taxes	824,069	130,658
Pension scheme premiums	1,307	905
Other creditors	-	2,683
Accruals and deferred income	1,379,295	808,197
	<u>6,411,127</u>	<u>2,995,767</u>
Corporation tax	-	2,350
Bank overdraft	2,807,199	4,289,092
Loan from brewery	-	53,352
	<u>9,218,326</u>	<u>7,340,561</u>

The bank overdraft is secured by fixed and floating charges over all the company's assets and undertakings.





14 EQUITY SHARE CAPITAL	1995 £	1994 £
Authorised: 5,000 (1994 - 2,500) stock units of £1 each	5,000	2,500
Allotted, issued and fully paid: 5,000 (1994 - 2,500) stock units of £1 each	5,000	2,500

An increase in the authorised share capital of the company from £2,500 to £5,000 and a rights issue of shares were approved by a special resolution passed at an extraordinary general meeting of the company held on 26 July 1994. Following the approval of the rights issue, 2,500 stock units of £1 each were allotted and fully paid up for cash at £4,000 per stock unit to provide additional working capital.

15 RESERVES	Share Premium Account £	Revaluation Reserve £	Profit and Loss Account £
Balance at 1 June 1994	-	4,527,325	(1,282,756)
Premium arising on rights issue of shares	9,997,500	-	-
Loss for the year	-	-	(9,373,396)
Balance at 31 May 1995	9,997,500	4,527,325	(10,656,152)

16 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	1995 £	1994 £
Loss for the year	(9,373,396)	(455,040)
New share capital subscribed, including premium	10,000,000	-
Net addition to shareholders' funds	626,604	(455,040)
Shareholders' funds at 1 June 1994	3,247,069	3,702,109
Shareholders' funds at 31 May 1995	3,873,673	3,247,069

17 CASH FLOW STATEMENT		
(a) <i>Reconciliation of operating profit to net cash inflow from operating activities:</i>		

	1995 £	1994 £
Operating profit	1,084,281	998,951
Depreciation charges	143,191	123,028
Decrease/(Increase) in stocks	(140,782)	12,791
Increase in debtors	(1,535,751)	(173,757)
Increase in creditors	3,415,360	1,373,340
Net cash inflow from operating activities	2,966,299	2,334,353

NOTES
TO THE
ACCOUNTS



**17***(b) Analysis of cash and cash equivalents:*

	1995 £	1994 £	Change in year £	Change in year £
Cash at bank and in hand	32,699	110,166	(77,467)	41,839
Bank overdrafts	(2,807,199)	(4,289,092)	1,481,893	(468,383)
	<u>(2,774,500)</u>	<u>(4,178,926)</u>	<u>1,404,426</u>	<u>(426,544)</u>

(c) Analysis of changes in financing:

	Share capital (including premium) £	Loans £
Balance at 1 June 1993	2,500	58,210
Net cash outflow from financing	-	(4,858)
Balance at 31 May 1994	2,500	53,352
Net cash inflow/(outflow) from financing	10,000,000	(53,352)
Balance at 31 May 1995	<u>10,002,500</u>	<u>-</u>

18**FUTURE CAPITAL EXPENDITURE**

	1995	1994
Capital expenditure contracted for but not provided for in these accounts amounted to	£2.4m	£1.4m
Further capital expenditure authorised by the directors on which orders had not been placed prior to the Balance Sheet date amounted to	Nil	Nil

19**CONTINGENT LIABILITIES**

No provision is included in the accounts for transfer fees of £934,000 which are contingent upon future appearances of certain players, and signing-on fees and loyalty bonuses of £2,644,863 which will become due to certain players if they are still in the service of the Club on specific future dates.

The Club, in common with other clubs in The Football Association Premier League, has been requested by the Inland Revenue to commission the preparation of a report on tax sensitive issues. Contingent upon the outcome of such report, Everton may or may not face additional tax liabilities arising in respect of earlier periods.





**REPORT OF THE AUDITORS TO THE MEMBERS OF
THE EVERTON FOOTBALL CLUB COMPANY LIMITED**

We have audited the financial statements on pages 12 to 20 which have been prepared under the historical cost convention as modified by the revaluation of certain fixed assets and on the basis of the accounting policies set out on page 15.

Respective Responsibilities of Directors and Auditors

As described on page 9 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

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 May 1995 and of its loss for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985.

Rogers, Bowler & Co
Chartered Accountants and Registered Auditors
Birkenhead

12 October 1995





FIRST TEAM RESULTS, 1994-95

Date	Venue	Opponent	Result	Attendance	Points	Position
August 20	Home	Aston Villa	2-2	35,544	1	-
August 24	Away	Tottenham Hotspur	1-2	24,553	1	15
August 27	Away	Manchester City	0-4	19,867	1	19
August 30	Home	Nottingham Forest	1-2	26,689	1	20
September 10	Away	Blackburn Rovers	0-3	26,538	1	22
September 17	Home	QPR	2-2	27,285	2	22
September 20	Home	Portsmouth Coca-Cola Cup 2 (1)	2-3	14,043	-	-
September 24	Home	Leicester City	1-1	28,003	3	22
October 1	Away	Manchester United	0-2	43,803	3	22
October 5	Away	Portsmouth Coca-Cola Cup 2 (2)	1-1	13,605	-	-
October 8	Away	Southampton	0-2	15,163	3	22
October 15	Home	Coventry City	0-2	28,233	3	22
October 22	Away	Crystal Palace	0-1	14,505	3	22
October 29	Home	Arsenal	1-1	32,003	4	22
November 1	Home	West Ham United	1-0	28,338	7	22
November 5	Away	Norwich City	0-0	18,377	8	22
November 21	Home	Liverpool	2-0	39,866	11	20
November 26	Away	Chelsea	1-0	28,115	14	19
December 5	Home	Leeds United	3-0	25,897	17	18
December 10	Away	Aston Villa	0-0	29,678	18	18
December 17	Home	Tottenham Hotspur	0-0	32,809	19	19
December 26	Home	Sheffield Wednesday	1-4	37,080	19	19
December 31	Home	Ipswich Town	4-1	25,659	22	19
January 2	Away	Wimbledon	1-2	9,508	22	20
January 7	Home	Derby County FA Cup 3	1-0	29,406	-	-
January 26	Away	Arsenal	1-1	34,743	23	20
January 21	Home	Crystal Palace	3-1	23,733	26	18
January 24	Away	Liverpool	0-0	39,505	27	16
January 29	Away	Bristol City FA Cup 4	1-0	19,816	-	-
February 1	Away	Newcastle United	0-2	34,465	27	18
February 4	Home	Norwich City	2-1	23,293	30	18
February 13	Away	West Ham United	2-2	21,081	31	17
February 18	Home	Norwich City FA Cup 5	5-0	31,616	-	-
February 22	Away	Leeds United	0-1	30,793	31	18
February 25	Home	Manchester United	1-0	40,011	34	16
March 4	Away	Leicester City	2-2	20,447	35	17
March 8	Away	Nottingham Forest	1-2	24,526	35	17
March 12	Home	Newcastle United FA Cup 6	1-0	35,203	-	-
March 15	Home	Manchester City	1-1	28,485	36	17
March 18	Away	QPR	3-2	14,488	39	17
April 1	Home	Blackburn Rovers	1-2	37,905	39	17
April 9	Neutral	Tottenham FA Cup Semi final	4-1	38,226	-	-
April 14	Home	Newcastle United	2-0	34,811	42	17
April 17	Away	Sheffield Wednesday	0-0	27,880	43	17
April 29	Home	Wimbledon	0-0	33,063	44	16
May 3	Home	Chelsea	3-3	33,180	45	17
May 6	Home	Southampton	0-0	36,840	46	17
May 9	Away	Ipswich Town	1-0	14,951	49	13
May 14	Away	Coventry City	0-0	21,814	50	15
May 20	Neutral	Manchester Utd FA Cup Final	1-0	79,592	-	-

RESULTS
1994-95