

The Dundee Football Club Limited
Financial Statements
31 May 2019

FOURM LIMITED

Chartered Accountants & Statutory Auditor
Stannergate House
41 Dundee Road West
Broughty Ferry
Dundee
DD5 1NB

The Dundee Football Club Limited

Financial Statements

Year ended 31 May 2019

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The Dundee Football Club Limited

Officers and Professional Advisers

The board of directors

Mr I R Crighton (Resigned 9 August 2018)
Mr S Martin (Resigned 1 December 2018)
Mr R W Hynd
Mr J Nelms
Mr T Keyes
Mr D J Gray (Appointed 9 August 2018)

Registered office

Dens Park Stadium
Sandeman Street
Dundee
Scotland
DD3 7JY

Auditor

FourM Limited
Chartered Accountants & Statutory Auditor
Stannergate House
41 Dundee Road West
Broughty Ferry
Dundee
DD5 1NB

Bankers

Barclays Bank plc
24 High Street
Dundee
DD1 1SZ

Solicitors

Thorntons Law LLP
Whitehall House
33 Yeaman Shore
Dundee
DD1 4BJ

The Dundee Football Club Limited

Directors' Report

Year ended 31 May 2019

The directors present their report and the financial statements of the company for the year ended 31 May 2019.

Principal activities

The principal activity of the company during the year continued to be that of a professional football club.

Directors

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

Mr R W Hynd

Mr J Nelms

Mr T Keyes

Mr D J Gray

(Appointed 9 August 2018)

Mr I R Crichton

(Resigned 9 August 2018)

Mr S Martin

(Resigned 1 December 2018)

Events after the end of the reporting period

Particulars of events after the reporting date are detailed in note 17 to the financial statements.

Auditor

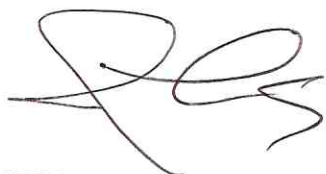
Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

This report was approved by the board of directors on 28 February 2020 and signed on behalf of the board by:



Mr J Nelms
Director

Registered office:
Dens Park Stadium
Sandeman Street
Dundee
Scotland
DD3 7JY

The Dundee Football Club Limited

Directors' Responsibilities Statement

Year ended 31 May 2019

The directors are responsible for preparing the directors' 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 the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and 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 judgments and accounting 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 adequate accounting records that are sufficient to show and explain the company's transactions and 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 2006. 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.

The Dundee Football Club Limited

Independent Auditor's Report to the Members of The Dundee Football Club Limited

Year ended 31 May 2019

Opinion

We have audited the financial statements of The Dundee Football Club Limited (the 'company') for the year ended 31 May 2019 which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 May 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

The Dundee Football Club Limited

Independent Auditor's Report to the Members of The Dundee Football Club Limited

(continued)

Year ended 31 May 2019

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

The Dundee Football Club Limited

Independent Auditor's Report to the Members of The Dundee Football Club Limited

(continued)

Year ended 31 May 2019

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Use of our report

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.



Iain McBride MA CA (Senior Statutory Auditor)

For and on behalf of
FourM Limited
Chartered Accountants & Statutory Auditor
Stannergate House
41 Dundee Road West
Broughty Ferry
Dundee
DD5 1NB

28 February 2020

The Dundee Football Club Limited

Statement of Comprehensive Income

Year ended 31 May 2019

	Note	2019 £	2018 £
Turnover		3,918,526	4,461,506
Gross profit		3,918,526	4,461,506
Administrative expenses		5,990,614	5,400,778
Operating loss		(2,072,088)	(939,272)
Gain on disposal of players		265,000	530,687
Other interest receivable and similar income		2,375	3,199
Interest payable and similar expenses		20,956	20,362
Loss before taxation	8	(1,825,669)	(425,748)
Tax on loss		—	—
Loss for the financial year and total comprehensive income		(1,825,669)	(425,748)

All the activities of the company are from continuing operations.

The company has no other recognised items of income and expenses other than the results for the year as set out above.

The notes on pages 10 to 16 form part of these financial statements.

The Dundee Football Club Limited

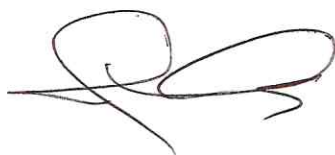
Statement of Financial Position

31 May 2019

	Note	2019 £	2018 £
Fixed assets			
Tangible assets	9	137,840	145,318
Current assets			
Stocks		6,043	7,493
Debtors	10	520,329	939,251
Cash at bank and in hand		40,100	296,835
		<u>566,472</u>	<u>1,243,579</u>
Creditors: amounts falling due within one year	11	<u>2,704,769</u>	<u>2,832,790</u>
Net current liabilities		<u>2,138,297</u>	<u>1,589,211</u>
Total assets less current liabilities		<u>(2,000,457)</u>	<u>(1,443,893)</u>
Creditors: amounts falling due after more than one year	12	191	2,797
Provisions for liabilities			
Other provisions	13	<u>579,472</u>	<u>560,432</u>
Net liabilities		<u>(2,580,120)</u>	<u>(2,007,122)</u>
Capital and reserves			
Called up share capital	14	2,550,000	1,489,829
Share premium account	15	1,877,559	1,685,059
Profit and loss account	15	(7,007,679)	(5,182,010)
Shareholders deficit		<u>(2,580,120)</u>	<u>(2,007,122)</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on 28 February 2020, and are signed on behalf of the board by:



Mr J Nelms
Director

Company registration number: SC004585

The notes on pages 10 to 16 form part of these financial statements.

The Dundee Football Club Limited

Statement of Changes in Equity

Year ended 31 May 2019

	Called up share capital £	Share premium account £	Profit and loss account £	Total £
At 1 June 2017	1,489,681	1,685,007	(4,756,262)	(1,581,574)
Loss for the year			(425,748)	(425,748)
Total comprehensive income for the year	—	—	(425,748)	(425,748)
Issue of shares	148	52	—	200
Total investments by and distributions to owners	148	52	—	200
At 31 May 2018	1,489,829	1,685,059	(5,182,010)	(2,007,122)
Loss for the year			(1,825,669)	(1,825,669)
Total comprehensive income for the year	—	—	(1,825,669)	(1,825,669)
Issue of shares	1,060,171	192,500	—	1,252,671
Total investments by and distributions to owners	1,060,171	192,500	—	1,252,671
At 31 May 2019	<u>2,550,000</u>	<u>1,877,559</u>	<u>(7,007,679)</u>	<u>(2,580,120)</u>

The notes on pages 10 to 16 form part of these financial statements.

The Dundee Football Club Limited

Notes to the Financial Statements

Year ended 31 May 2019

1. General information

The company is a private company limited by shares, registered in Scotland. The address of the registered office is Dens Park Stadium, Sandeman Street, Dundee, DD3 7JY, Scotland.

2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost convention.

The financial statements are prepared in sterling, which is in the functional currency of the entity.

Going concern

The company has made a loss for the year of £1,825,669 (2018 - loss of £425,748). During the year, the majority shareholder converted loan monies due by the company of £1,252,323 into new shares and, at the year-end, there was a deficit of £2,580,120 (2018 - deficit of £2,007,122) of shareholders' funds.

In considering the company's ability to continue as a going concern in light of the level of loss and the level of deficit on shareholders' funds, the directors of the company have prepared detailed financial projections covering the period to 31 May 2021. The projections reflect the expected trading results for seasons 2019/20 and 2020/21, which are expected to be an improvement on year end 31 May 2019. These projections have been drawn up on the basis of conservative assumptions as to the league position to be achieved by the football club, attendance levels at matches, and the management of all costs, including expenditure on players.

The projected trading results anticipate further losses in each of season 2019/20 and 2020/21 and cash deficits from operations over the period. The company does not have formal funding facilities in place to cover such deficits and it will continue to rely on further financial support from the majority shareholder. The board of directors has received an undertaking in writing from the majority shareholder that it will continue to make additional funds available to the company as these funds are required, with the aim of ensuring that the company has sufficient funds available to meet its financial commitments as they fall due for at least the 12 months period from the date of signing these accounts. The directors are satisfied that the majority shareholder has sufficient financial resources to fulfil this undertaking.

Consequently, the directors consider that it is appropriate to prepare the accounts on the going concern basis.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Revenue recognition

Turnover comprises amounts invoiced or received by the company in respect of season ticket sales, gate receipts, donations and other commercial income, exclusive of Value Added Tax. Season ticket and commercial income sales which relate to the next football season starting after the year end date are deferred and recognised in the following year.

The Dundee Football Club Limited

Notes to the Financial Statements *(continued)*

Year ended 31 May 2019

3. Accounting policies *(continued)*

Operating leases

Operating lease rentals require to be accounted for on a straight line basis over the full lease term. Where there is a difference between the rental amounts accounted for on that basis and the rentals actually paid per the terms of the lease, then the difference is charged or credited to the statement of comprehensive income and adjusted against the provision (see note 13).

Tangible assets

Tangible assets are initially recorded at cost and subsequently stated at cost less any accumulated depreciation and impairment losses.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Tenant's improvements	-	Straight line over the remaining life of the lease
Plant and machinery	-	10%-33% Reducing balance and Straight line
Fixtures and fittings	-	10%-33% Straight line
Motor vehicles	-	20% Straight line

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

Stocks

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

Finance leases and hire purchase contracts

Assets held under finance leases are recognised in the statement of financial position as assets and liabilities at the lower of the fair value of the assets and the present value of the minimum lease payments, which is determined at the inception of the lease term. Any initial direct costs of the lease are added to the amount recognised as an asset.

Lease payments are apportioned between the finance charges and reduction of the outstanding lease liability using the effective interest method. Finance charges are allocated to each period so as to produce a constant rate of interest on the remaining balance of the liability.

The Dundee Football Club Limited

Notes to the Financial Statements *(continued)*

Year ended 31 May 2019

3. Accounting policies *(continued)*

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in the statement of comprehensive income unless the provision was originally recognised as part of the cost of an asset.

The terms of the stadium lease provide for an annual escalation of rentals payable. On adoption of FRS 102, the company has established a significant provision for additional rental costs recognised in the accounts as a result of the change in accounting to a straight line basis to comply with FRS 102.

Financial instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in the statement of comprehensive income immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in the statement of comprehensive income immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Pension cost

The pension cost charged in the financial statements represents the contributions payable by the company during the year.

4. Auditor's remuneration

	2019	2018
	£	£
Fees payable for the audit of the financial statements	<u>7,700</u>	<u>7,055</u>

5. Staff costs

The average number of persons employed by the company during the year amounted to 69 (2018: 67).

The Dundee Football Club Limited

Notes to the Financial Statements *(continued)*

Year ended 31 May 2019

5. Staff costs *(continued)*

The aggregate payroll costs incurred during the year, relating to the above, were:

	2019	2018
	£	£
Wages and salaries	3,571,009	3,136,733
Social security costs	328,313	333,382
Other pension costs	28,960	14,168
	<u>3,928,282</u>	<u>3,484,283</u>

6. Directors' remuneration

The directors' aggregate remuneration in respect of qualifying services was:

	2019	2018
	£	£
Remuneration	201,528	128,708
Company contributions to defined contribution pension plans	1,330	426
	<u>202,858</u>	<u>129,134</u>

There is no distinction between directors and key management personnel.

7. Gain on disposal of players

	2019	2018
	£	£
Gain on disposal of players	<u>227,500</u>	<u>530,687</u>

The Gain on disposal represents the sale of 2 players (2018 - 1 player) and reflects the consideration receivable less related transactions costs.

8. Loss before taxation

Loss before taxation is stated after charging:

	2019	2018
	£	£
Amortisation of intangible assets	—	15,250
Depreciation of tangible assets	39,242	36,992
Operating lease expense	<u>152,105</u>	<u>128,528</u>

The Dundee Football Club Limited

Notes to the Financial Statements (continued)

Year ended 31 May 2019

9. Tangible assets

	Tenant's improvements £	Plant and machinery £	Fixtures and fittings £	Motor vehicles £	Total £
Cost					
At 1 June 2018	149,734	66,599	73,557	16,300	306,190
Additions	—	7,236	15,617	8,910	31,763
Disposals	—	—	(1,467)	—	(1,467)
At 31 May 2019	149,734	73,835	87,707	25,210	336,486
Depreciation					
At 1 June 2018	58,577	38,826	55,809	7,660	160,872
Charge for the year	14,974	10,952	11,156	2,160	39,242
Disposals	—	—	(1,468)	—	(1,468)
At 31 May 2019	73,551	49,778	65,497	9,820	198,646
Carrying amount					
At 31 May 2019	76,183	24,057	22,210	15,390	137,840
At 31 May 2018	91,157	27,773	17,748	8,640	145,318

Finance leases and hire purchase contracts

Included within the carrying value of tangible assets are the following amounts relating to assets held under finance leases or hire purchase agreements:

	Plant and machinery £	Motor vehicles £	Total £
At 31 May 2019	—	6,480	6,480
At 31 May 2018	9,966	8,640	18,606

10. Debtors

	2019 £	2018 £
Trade debtors	159,573	293,184
Prepayments and accrued income	352,083	628,240
Other debtors	8,673	17,827
	520,329	939,251

11. Creditors: amounts falling due within one year

	2019 £	2018 £
DFC 50 Bonds	50,000	50,000
Trade creditors	237,138	177,423
Accruals and deferred income	618,218	699,388
Social security and other taxes	218,370	319,153
Obligations under finance leases and hire purchase contracts	3,022	3,685
Other creditors	1,578,021	1,583,141
	2,704,769	2,832,790

The Dundee Football Club Limited

Notes to the Financial Statements *(continued)*

Year ended 31 May 2019

11. Creditors: amounts falling due within one year *(continued)*

The DFC 50 Bonds totalling £50,000 (2018: £50,000) are redeemable at any time at the option of the directors.

12. Creditors: amounts falling due after more than one year

	2019	2018
	£	£
Obligations under finance leases and hire purchase contracts	<u>191</u>	<u>2,797</u>

13. Provisions for liabilities

	Stadium rental £
At 1 June 2018	560,432
Charge against provision	<u>19,040</u>
At 31 May 2019	<u>579,472</u>

Under FRS 102, rental amounts payable in relation to leases require to be accounted for on a straight line basis over the full lease term.

The company's stadium lease provides for an annual escalation in rentals payable. With the transition to FRS 102, a transitional adjustment was needed to reflect additional rental charges for earlier years. The total of these earlier years' differences was deferred as a provision.

Each year, the difference between the straight line rental amount and the amount payable per the lease will be charged (where amounts payable are lower) or credited (where amounts payable are higher) to the statement of comprehensive income and adjusted against the provision.

14. Called up share capital

Issued, called up and fully paid

	2019		2018	
	No.	£	No.	£
Ordinary shares of £0.01 each	239,524,714	2,395,247	133,507,614	1,335,076
Ordinary A shares of £0.01 each	15,475,300	154,753	15,475,300	154,753
	<u>255,000,014</u>	<u>2,550,000</u>	<u>148,982,914</u>	<u>1,489,829</u>

Share movements

	No.	£
Ordinary		
At 1 June 2018	133,507,614	1,335,076
Issue of shares	106,017,100	1,060,171
At 31 May 2019	<u>239,524,714</u>	<u>2,395,247</u>

The number of shares outstanding at the year end date for all other classes of shares is consistent with the prior year.

The Dundee Football Club Limited

Notes to the Financial Statements *(continued)*

Year ended 31 May 2019

15. Reserves

Profit and loss account - This reserve records retained earnings and accumulated losses.

Share premium account - This reserve records the amount above the nominal value received for shares issued, less transaction costs.

16. Operating leases

The total future minimum lease payments under non-cancellable operating leases are as follows:

	2019	2018
	£	£
Not later than 1 year	114,197	129,210
Later than 1 year and not later than 5 years	431,818	334,214
Later than 5 years	1,257,654	1,359,055
	<u>1,803,669</u>	<u>1,822,479</u>

Included in the above are amounts for the stadium rental (see Note 13). The future payments are split as follows: Not later than 1 year £71,000 (2018 - £65,000); later than 1 year and not later than 5 years £356,850 (2018 - £326,950) and later than 5 years £1,257,654 (2018 - £1,359,054).

17. Events after the end of the reporting period

After the year end, an additional 205,566 £0.01 ordinary shares were issued on 27 September 2019 and each were taken up at a price of £0.0135 to the value of £2,775.

A further 14,814,814 £0.01 ordinary shares were issued on 28 November 2019 at £0.0135 per share to the value of £200,000.

On the 8 February 2020 the company issued 45,084,253 £0.01 shares at £0.0135 to the value of £608,637. 45,000,000 shares were issued to Football Partners Scotland L.P., to the value of £607,500 and an equivalent amount was written off their loan to the company. The remaining amount was received as cash.

18. Related party transactions

Name of related party: Football Partners Scotland L.P. (FPS)

Nature of relationship: FPS is the majority shareholder of The Dundee Football Club Limited (DFC).

The transaction: During the year, FPS advanced further loan funds amounting to £1,248,947 (2018 - £325,965) to DFC and £1,252,323 of the debt was converted to equity during the year. The full amount outstanding at the year-end is £1,561,514 (2018 - £1,524,251) and is included in Other creditors in the above note 11 - Creditors: amounts falling due within one year. The loan has no set repayment dates and interest is being charged at 1% per year.

Name of related party: Dark Blue Property Holdings Limited (DBPH)

Nature of relationship: DBPH shares two common directors with The Dundee Football Club Limited (DFC).

The transaction: During the year, DBPH advanced loan funds amounting to £Nil (2018 - £140,000) to DFC and has repaid £18,200 (2018 - £172,000). The full amount outstanding at the year-end is £9,957 (2018- £28,000) and is included in Other creditors in the above note 11 - Creditors: amounts falling due within one year. The loan has no set repayment dates and interest is being charged at 1% per year.

19. Controlling party

At the year end the company was under the control, due to their majority shareholding of 75% (2018: 57%), of Football Partners Scotland L.P. This entity is controlled by T. Keyes, a director of the company.