



FC BARCELONA

.ITEM 2

RATIFICATION OF THE ASSIGNMENT OF AUDIOVISUAL RIGHTS FOR THE 2021/22 FINANCIAL YEAR

BOTH ITEMS WILL BE VOTED ON SEPARATELY

GENERAL ASSEMBLY OF DELEGATE MEMBERS

9 OCTOBER 2022



ASSEMBLEA
GENERAL ORDINÀRIA
2022

RATIFICATION OF THE OPERATION FOR THE ASSIGNMENT OF AUDIOVISUAL RIGHTS

9 OCTOBER 2022

RATIFICATION OF THE TV RIGHTS OPERATION

WHAT ARE TV RIGHTS (LALIGA)?

TV rights are the **exploitation rights for the broadcasting of LaLiga matches** owned by the Club.

Since 2015, under Royal Decree Law 5/2015, **LaLiga is the organisation that centrally markets the TV rights** of professional clubs.



DETAILS OF THE OPERATION

WHAT HAS THE CLUB
SOLD?



10%

Of the TV rights of the
Men's National
Professional Football
League

25 YEARS

Repurchase option in
favour of the Club to
recover the shares and
subsequently the TV
rights

REVENUE GENERATED

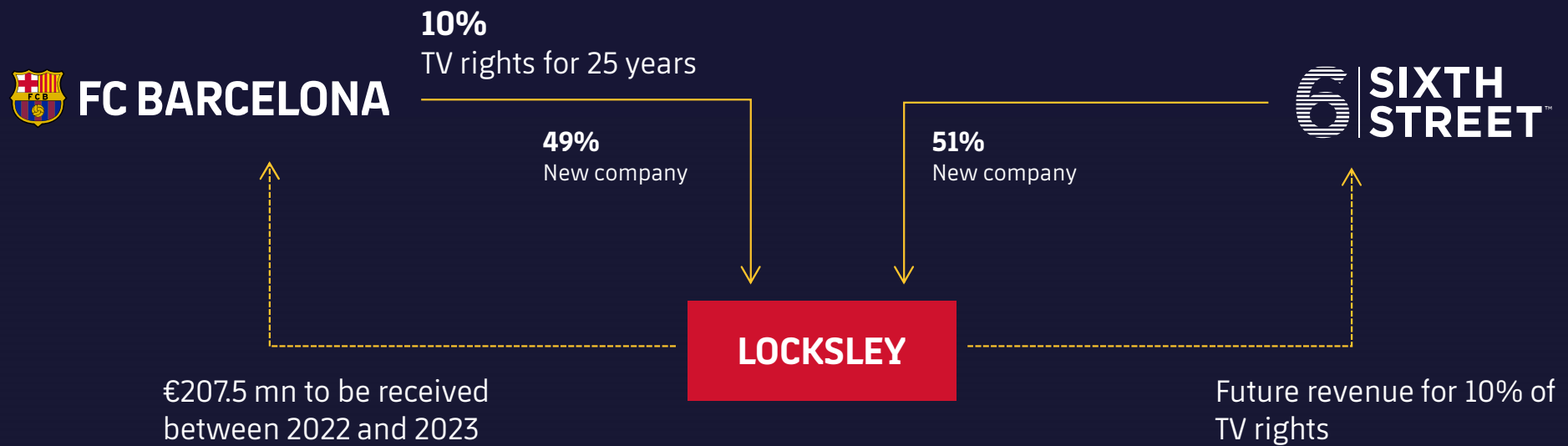


€266 mn

Of which the club receives **the**
cash amount of
€207.5 mn
from Sixth Street

HOW IS THE OPERATION STRUCTURED?

The operation has been structured through a **third party** (LOCKSLEY), of which **Sixth Street** is the majority shareholder (51%)



WHO IS SIXTH STREET?



Sixth Street is a leading sports and entertainment investment firm:

It manages over **USD 60 bn in assets in different sectors**. It uses its **long-term flexible capital**, data-driven capabilities and the 'One Team' culture to develop investment themes and **offer solutions to companies at all stages of their growth**

Multiple investments in the sports and entertainment sector, its portfolio includes **Legends**, a **premium experience** company for the most emblematic entities in the **world of sports and Spotify** (the Club's main partner)

WHAT ARE THE BENEFITS OF THE OPERATION?

By negotiating directly with investors, rather than collectively, we have improved the operation in the following areas:



**REDUCED TERM OF THE
AGREEMENT**



**LOWER OPERATION
COSTS**



**IMPROVED AGREEMENT
STRUCTURE**



1ST AUDIOVISUAL RIGHTS SALE OPERATION

AIM OF THE OPERATION

Sale of 10% of the marketing rights of the audiovisual content derived from the participation of the Club's men's football team in the Spanish National League Championship (La Liga) to a company in which the Club has a shareholding (Locksey, Invest, S.L.) and which is controlled by the Investor (the US fund Sixth Street Partners).

The Club has contributed €60 mn as a capital increase in the company Locksey and Sixth Street has contributed €207.5 mn



1ST AUDIOVISUAL RIGHTS SALE OPERATION

MAIN TERMS AND CONDITIONS OF THE OPERATION

- i. Fixed price: €267 mn
- ii. Variable Price: €9.5 mn, in the event that the annual growth of the revenue received for the rights assigned exceeds 4.5% during the first six (6) years.
- iii. Term: 25 years.
- iv. This term could be reduced to 20 years or increased to 30 years depending on the application of an objective formula based on the annual growth of revenue from the TV rights.
- v. Payment method: (a) €190 mn at the time of closing; (b) €29.5 mn were paid on 15-7-22; and (c) €47.5 mn will be paid on 15-7-23.



1ST AUDIOVISUAL RIGHTS SALE OPERATION

CONTRACTS SIGNED

- Investment and Shareholders' Agreement ("ISHA"), entered into between FCB, Sonlez Adjacent, S.A.R.L. (Sixth Street) and Locksley Invest, S.L.U.
- Shareholder Loan Agreement ("SHLA") entered into between Sonlez Adjacent, S.A.R.L. and Locksley Invest, S.L.U.
- Television Rights Purchase Agreement ("SPA") entered into between FCB and Locksley Invest, S.L.U.



ASSEMBLEA
GENERAL ORDINÀRIA
2022

SETTLEMENT OF THE 2021/22 FINANCIAL YEAR

9 OCTOBER 2022

INCOME STATEMENT FOR 2021/22

MILLIONS OF EUR

	REAL 20/21*	BUDGET 2021/22	REAL 2021/22
OPERATING REVENUE	631	765	1,017
OPERATING EXPENDITURE	-1,136	-784	-856
OPERATING PROFIT/LOSS	-505	-19	161
FINANCIAL INCOME AND EXPENDITURE	-50	23	-36
CORPORATE INCOME TAX	74	-	-27
NET PROFIT/LOSS	-481	4	98

(*) The loss for the year to 17 March 2021 (start date of the Board of Directors) was €484 mn, while the profit from 17 March to 30 June 2021 was €4 mn.

INCOME STATEMENT FOR 2021/22

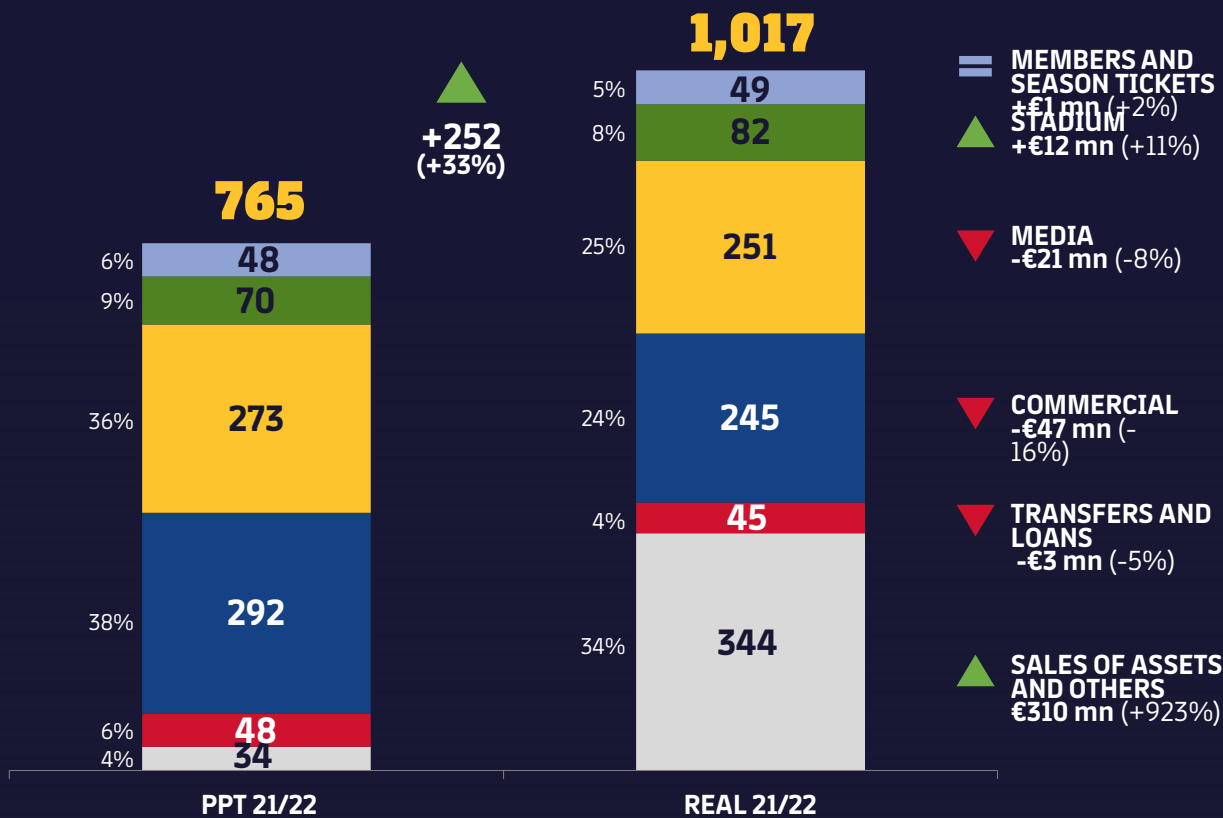
MILLIONS OF EUR

	REAL 2020/21	BUDGET 2021/22	REAL 2021/22	CHANGE
REVENUE				
STADIUM	25	118	131	+13
MEDIA	282	273	251	-21
COMMERCIAL	268	292	245	-47
TRANSFERS, SALES OF ASSETS* AND OTHERS	56	81	389	+307
TOTAL REVENUE	631	765	1,017	+252
EXPENDITURE				
SPORTS PAYROLL	617	470	518	+48
NON-SPORTS PAYROLL	50	56	59	+2
MANAGEMENT COSTS	139	193	182	-11
OTHER EXPENDITURE	330	64	97	+33
TOTAL EXPENDITURE	1,136	784	856	+72
OPERATING PROFIT/LOSS	-505	-19	161	+180
FINANCIAL RESULTS	-50	23	-36	-60
CORPORATE INCOME TAX	74	-	-27	-27
NET PROFIT/LOSS	-481	4	98	+93

(*) This figure includes €266 mn related to the sale of 10% of the television rights of the Spanish men's football league competition.

OPERATING REVENUE: BUDGET VS. REAL 2021/22

MILLIONS OF EUR



POST-COVID INCREASE IN PUBLIC ATTENDANCE

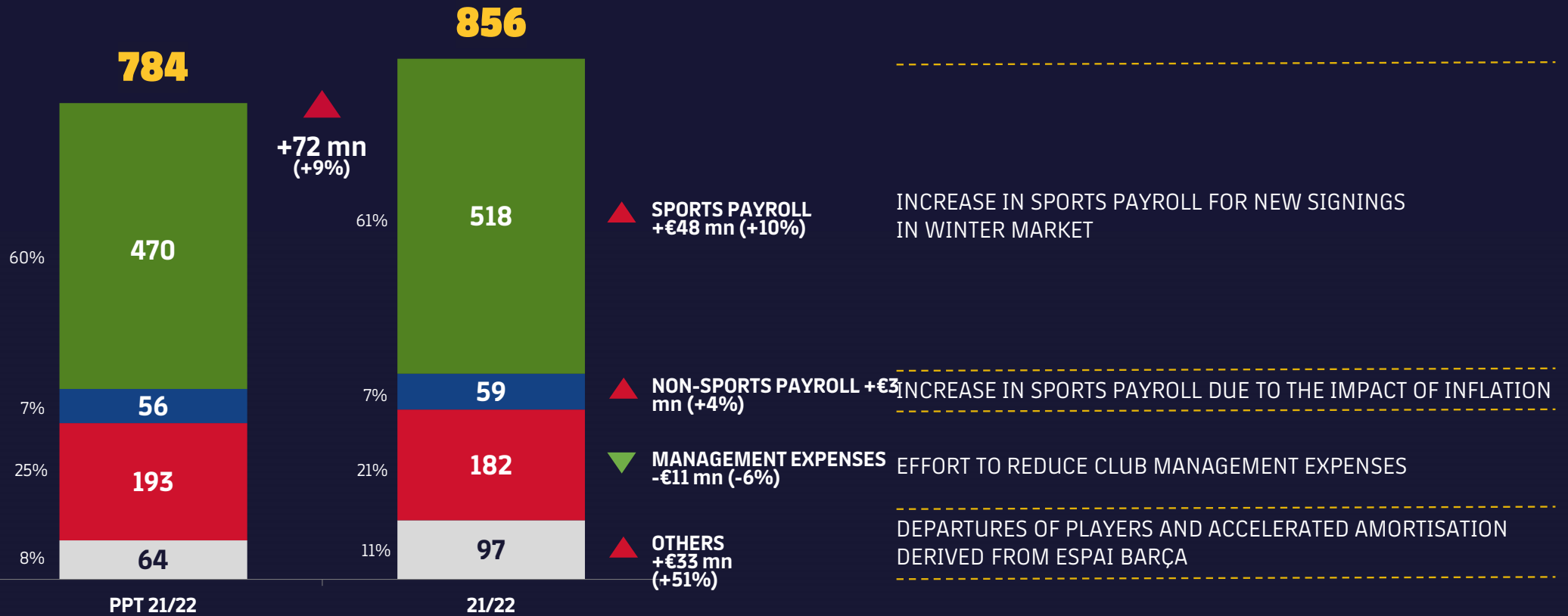
NON CLASSIFICATION FOR THE ROUND OF 16 OF THE UCL AND ELIMINATION FROM THE UEL

DELAY IN THE SIGNING OF NEW SPONSORS

SALE OF 10% OF TV RIGHTS (€266 mn)

OPERATING EXPENDITURE: BUDGET VS. REAL 2021/22

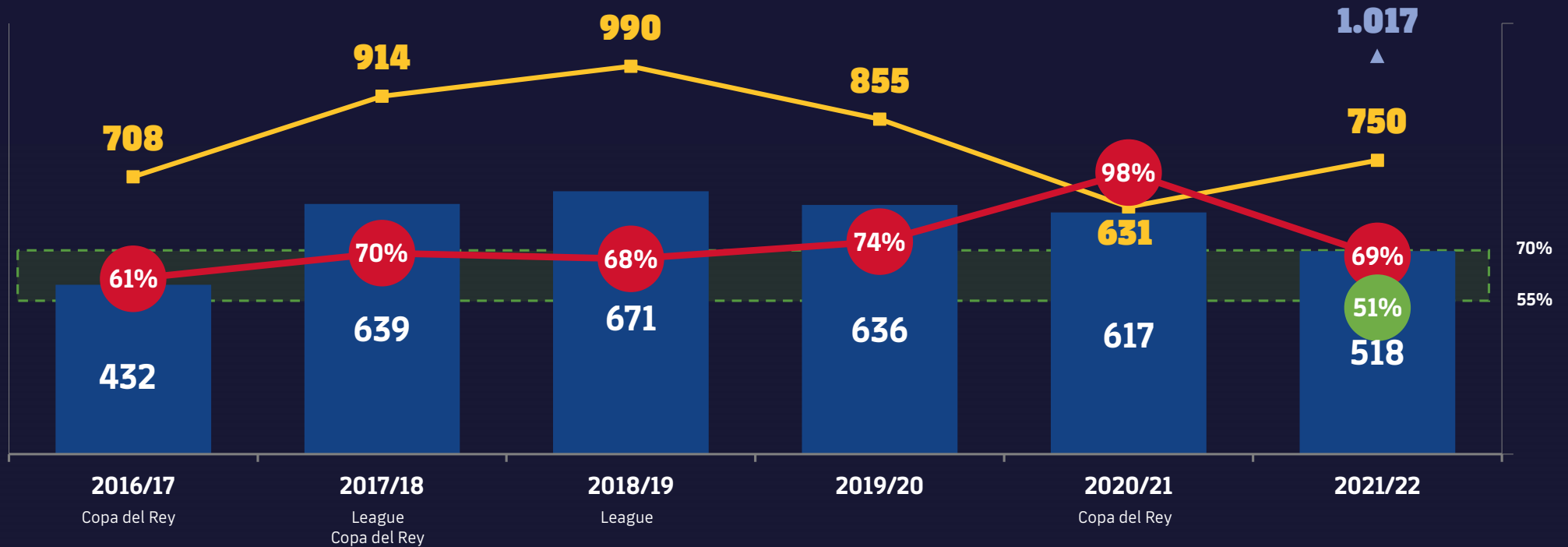
MILLIONS OF EUR



CHANGE IN SPORTS COST

(SALARY + AMORT.) | CLUB TOTAL MILLIONS OF €

- Operating revenue without the sale of TV Rights
- Operating revenue
- Cost of salaries and amortisations for football + other
- Sports cost (football+other sports) over operating revenue without sale of TV Rights
- Sports cost (football+other sports) over operating revenue

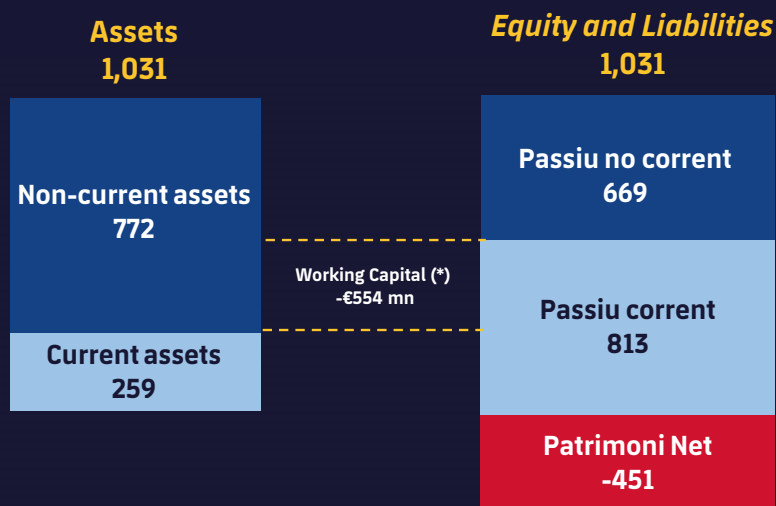


BALANCE SHEET

MILLIONS OF EUR

AS AT 30 JUNE 2021

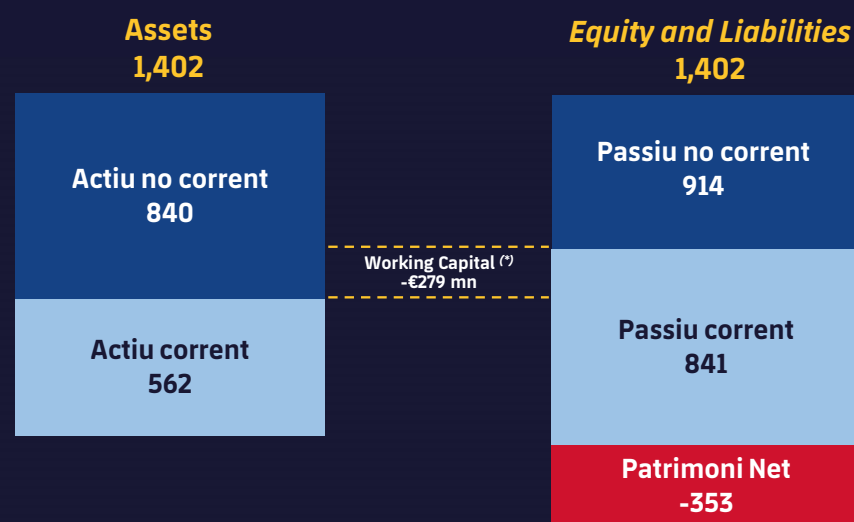
- The Club's Balance Sheet shows a Net Equity of -€451 mn
- The Working Capital is -€554 mn



(*) Adjusted Working Capital (without non-cash-generating items): -€367 mn

AS AT 30 JUNE 2022

- The Club's Balance Sheet shows a Net Equity of -€353 mn
- The Working Capital is €279 mn



(*) Adjusted Working Capital (without non-cash-generating items): -€140 mn

FINANCIAL DEBT ACCORDING TO LFP REGULATIONS

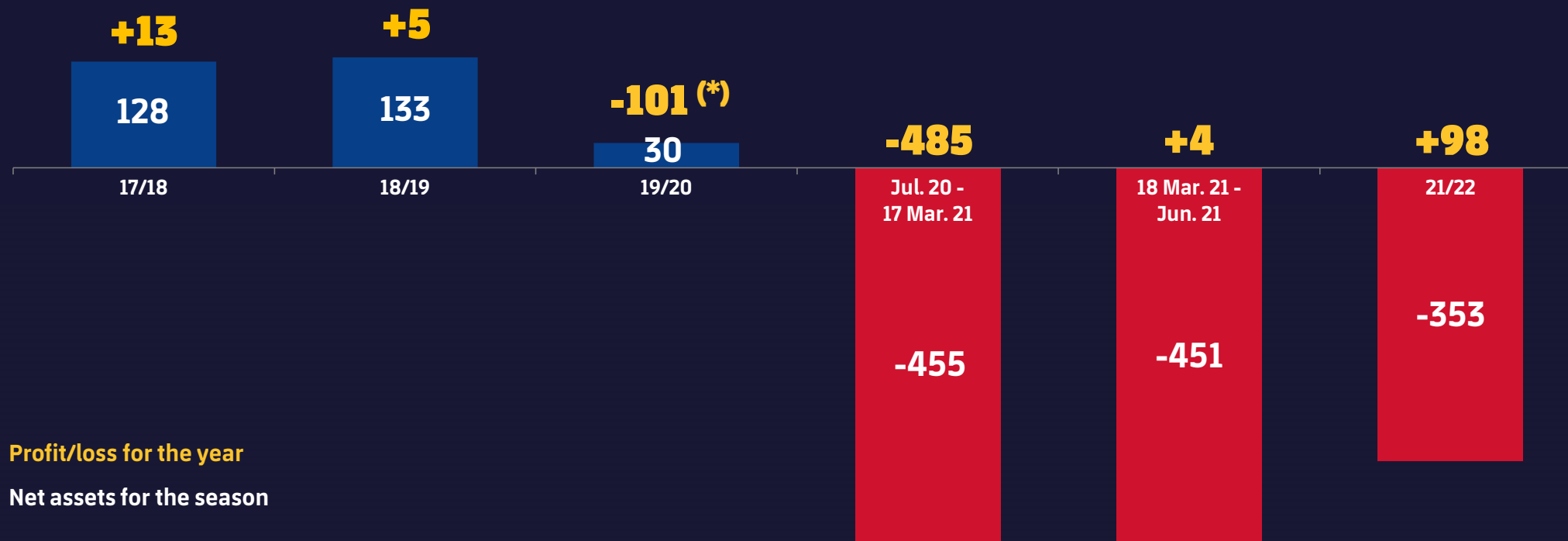
MILLIONS OF EUR

CALCULATION OF THE DEBT	JUNE 2021	JUNE 2022	CHANGE
BANK BORROWINGS	533	841	+308
PAYABLES TO CLUBS	231	193	-38
ADVANCE COLLECTIONS AND OTHERS	19	12	-7
TOTAL DEBTS AND LOANS	783	1,045	+262
CASH	63	379	+317
RECEIVABLES FROM CLUBS	40	58	+18
TOTAL RECEIVABLE	103	437	+334
TOTAL DEBT*	680	608	-72

() As agreed in the Assembly, the ratio established in Article 67 of the Statutes will not apply as long as the Club is in negative equity*

CHANGES IN NET EQUITY AND PROFIT/LOSS

MILLIONS OF EUR



Profit/loss for the year

Net assets for the season

(*) The profit/loss for the 19/20 financial year was restated from -97 mn to -101 mn

AUDIT OPINION OF THE 21/22 FINANCIAL STATEMENTS

AUDIT PERFORMED BY



To the General Meeting of BARCELONA FOOTBALL CLUB

Opinion

We have audited the consolidated annual accounts of BARCELONA FOOTBALL CLUB (the Club) and its dependent companies (the Group), comprising the balance sheet at 30 June 2022, the profit and loss account, the statement of changes in net worth, the cash flow statement and the annual report, all consolidated, for the year ended on that date.

In our opinion, the attached consolidated annual accounts reflect, in every significant aspect, a true and fair view of the Group's net worth and financial situation at 30 June 2022, and of its results and its cash flow, all consolidated, for the year ended on that date, in accordance with the applicable regulatory framework on financial information (identified in Note 2 of the annual report) and, in particular, with the generally accepted accounting principles and standards contained therein.

Grant Thornton, S.L.P. Sociedad Unipersonal
ROAC n° S0231

(Original in Catalan, signed by Carlos Capellá Bruguera, recorded in the Official List of Registered Auditors under N° 2242)

28 July 2022

BALANCE SHEET OF THE 21/22 FINANCIAL STATEMENTS

BARCELONA FOOTBALL CLUB AND DEPENDENT COMPANIES

CONSOLIDATED BALANCE SHEET AT 30 JUNE 2022

(Thousands of Euros)

ASSET-SIDE	Notes in the Annual Report	30/06/2022	30/06/2021	NET WORTH AND LIABILITY-SIDE	Notes in the Annual Report	30/06/2022	30/06/2021
NON-CURRENT ASSETS:				NET WORTH:	Note 12		
Intangible fixed assets		264,789	335,557	EQUITY		(355,245)	(452,822)
Sports intangible fixed assets		246,207	313,179	Joint stock		(444,199)	28,828
Non-sports intangible fixed assets		-	-	Joint stock		(444,199)	28,828
Computer applications	Note 5.1	18,582	22,378	Reserves		(8,623)	(332)
Transfer rights		-	-	Other reserves		(8,623)	(332)
Audiovisual property rights		-	-	Year's results attributable to dominant company	Note 12.2	97,577	(481,318)
Fixed assets in progress and cash advances	Note 6	15,068	17,112	GRANTS, DONATIONS AND LEGACIES RECEIVED		2,032	2,090
		2,008	2,833				
		1,506	2,330				
Tangible fixed assets		236,631	231,078	Total net worth		(353,213)	(450,732)
Sports stadiums and pavilions	Note 7	75,370	81,580				
Other land and constructions		35,986	37,118				
Technical installations and other tangible fixed assets		8,310	11,346				
Fixed assets in progress and cash advances		116,965	101,032				
Real estate investment		40,668	14,099	NON-CURRENT LIABILITIES:			
Long-term intercompany investments	Note 8	110,590	-	Long-term reserves-	Note 13.1	83,752	101,491
Stakes in capital equivalence companies	Note 10.2	63,000	-	Long-term debts-	Note 14.1	803,918	553,681
Credits to companies		47,500	-	Loan stock and other negotiable instruments		596,778	198,586
Long-term financial investment	Note 20.2	-	-				
Credits to sports organizations	Note 10.1	26,817	19,497	Debts with banks		68,574	145,877
Other financial assets		-	-	Debts with sports organizations	Note 14.3	84,424	115,452
Deferred tax assets		17,734	12,452	Sports personnel	Note 14.3	54,142	93,766
		9,083	7,046				
Non-current trade debtors	Note 15.6	120,716	128,206	Deferred tax liabilities	Note 15.6	19,750	497
	Note 10.3	39,915	43,326	Long-term accruals	Note 16	6,734	13,391
Total non-current assets		840,036	771,763	Total non-current liabilities		914,154	669,060
CURRENT ASSETS:				CURRENT LIABILITIES:			
Non-current assets maintained for sale				Short-term reserves	Note 13.2	7,221	2,322
Stock		-	-	Short-term debts	Note 14.2	175,315	188,181
Trade debtors and other accounts receivable		-	-	Loan stock and other negotiable instruments		3,109	4,533
Clients, companies in group and associated companies	Note 5.2	3,000	38,000	Debts with banks		172,197	183,539
Sports organizations, trade debtors	Note 11	10,686	5,834	Other financial liabilities		9	9
Sundry trade debtors		-	-	Creditors and other accounts payable-	Note 14.3	519,415	407,776
	Note 10.4	161,286	148,483	Suppliers		102,126	83,415
	Note 20.2	29,682	634	Intergroup suppliers	Note 20.2	381	323
Sports personnel		40,034	25,144	Sundry creditors		8,880	7,893
Non-sports personnel	Note 14.3	70,464	97,807	Sundry creditors, associated companies	Note 20.2	7,060	6,640
Current tax asset		19,809	22,588	Debts with sports organizations		108,434	115,742
Other credits with Public Administrations	Note 15.1	232	154	Sports personnel	Note 14.3	163,611	144,417
Cash advances to suppliers / creditors	Note 15.1	90	18	Non-sports personnel		756	2,268
Short-term financial investments		616	1,863	Other debts with Public Administrations	Note 15.1	127,907	46,958
Short-term accruals		359	275	Client cash advances		260	120
		1,139	2,139	Short-term accruals	Note 16	138,714	214,341
Cash and other equivalent liquid assets	Note 16	7,233	4,318	Total current liabilities		840,665	812,620
Cash at bank		378,227	60,411	TOTAL NET WORTH AND LIABILITIES		1,401,607	1,030,948
Total current assets		378,227	60,411				
TOTAL ASSETS		1,401,607	1,030,948				

Notes 1 to 24 in the attached consolidated Annual Report form part of the consolidated balance sheet at 30 June 2022.

INCOME STATEMENT OF THE 21/22 FINANCIAL STATEMENTS

	Notes in Annual Report	Financial Year 2021/22	Financial Year 2020/21
CONTINUING OPERATIONS:			
Net turnover	Note 18.1	627,986	575,447
Income from competitions		61,450	8,131
Income from season-ticket holders and members		48,963	15,532
Income from television transmissions and rights		250,193	281,431
Income from marketing and advertising		267,175	270,299
Income from rendering services		205	54
Variation of stock of finished and unfinished products		-	-
Work carried out by company for its assets		1,489	1,312
Supplies		(29,168)	(19,666)
Consumption of sports material		(27,995)	(18,050)
Other supplies		(2,322)	(2,299)
Impairment of commodities, raw materials and other supplies	Note 11	1,149	683
Other operating income	Note 18.2	10,852	14,730
Casual income and other current management income		9,701	13,862
Operating grants included in year's results		1,151	868
Personnel expenses	Note 18.3	(457,246)	(489,590)
Sports personnel wages and salaries		(393,554)	(433,986)
Non-sports personnel wages and salaries		(48,478)	(39,925)
Social Security contributions		(13,819)	(15,679)
Reserves		(1,395)	-
Other operating charges		(164,212)	(172,135)
External services	Note 18.4	(112,938)	(106,044)
Dues		(3,413)	(3,483)
Loss, impairment and variation in reserves for commercial transactions	Note 10.3	(3,314)	(26,255)
Loss for credit impairment for commercial transactions		(4,903)	(26,255)
Reversal of credit impairment for commercial transactions		1,589	-
Travelling expenses		(10,155)	(8,627)
Players' acquisition costs		(1,558)	(638)
Other current management costs		(32,834)	(27,088)
Fixed asset depreciation		(139,136)	(174,844)
Depreciation of players' acquisition rights	Note 5	(113,303)	(154,906)
Other amortizations	Notes 6 and 7	(25,833)	(19,938)

Allocation of grants for non-financial fixed assets and others	Note 12.2	77	336
Impairment and result for fixed asset disposals		314,119	(156,519)
Impairment and loss	Notes 5, 8 and 14.3	20,382	(160,266)
Loss for impairment of sports intangible fixed assets		(30,082)	(164,931)
Reversal for impairment of sports intangible fixed assets		29,895	4,375
Loss for impairment of non-sports intangible fixed assets		-	(363)
Reversal for impairment of real estate investments		26,569	653
Results for disposals and others		293,737	3,747
Loss from tangible fixed assets		(66)	(2)
Profit from tangible fixed assets		(32)	-
Profit from intangible fixed assets	Note 20.1	266,112	-
Loss from sports intangible fixed assets	Note 5	(15,175)	(30,463)
Profit from sports intangible fixed assets	Note 5	42,896	34,212
Allocation and application of reserves and others	Note 18.5	(7,261)	(84,070)
Allocation of reserves and other expenditure		(9,700)	(84,105)
Application of reserves and other income		2,439	35
OPERATING RESULT		157,500	(504,999)
Financial income		1,439	4,055
From negotiable instruments and other financial instruments		1,439	4,055
- Of companies in the group		-	134
- Of third parties		1,439	3,921
Financing charges and assimilated headings		(38,369)	(41,863)



FC BARCELONA

MÉS QUE UN CLUB

© FC BARCELONA