

Registration number 48409

The Blackpool Football Club Limited

Directors' report and financial statements

for the year ended 31 May 2008

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Company information

Directors Mr K S Oyston

Mr O J Oyston

Mrs V Oyston

Mr G Steele Mr V Belokon

Mr N Malnacs

Resigned 28 August 2008

Wife of Mr O J Oyston

Secretary Mr Roderick Dyer

Company number 48409

Registered office Bloomfield Road

Blackpool FY1 6JJ

Auditors A 1 Cherry Limited

Chartered Accountants and Registered Auditors 26 Winckley Square

Preston PR1 3JJ

Business address Bloomfield Road

Blackpool FY1 6JJ

Bankers National Westminster Bank plc

Lytham Road South Shore Blackpool FY4 1DY

HSBC Bank plc Oxford Square Blackpool FY4 4YH



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Directors' report for the year ended 31 May 2008

The directors present their report and the financial statements for the year ended 31 May 2008.

Principal activity and review of the business

The principal activity of the company is that of a professional football club, which has continued throughout the year.

Fair Review

Last season was the Club's first season in the Championship, the second tier of English professional football. The Club by finishing 19th in the league maintained its Championship status for the following season.

In the F A Cup the Club lost to Barnsley in the third round, in the Carling Cup however there was a creditable run to the fourth round beating Huddersfield (L1), Derby (Premiership) and Southend (L1) before losing to the eventual winners Tottenham Hotspur (Premiership) at White Hart Lane. A run that considerably helped gate receipt revenue.

With Championship status and the Carling Cup run, there were significant increases in revenue from gate receipts and season tickets on the previous year of £436,000. There were also increases in Football League distributions associated with being in a higher league of £1,300,000. These increases were offset by increased expenditure on players and coaching staff wages and bonuses of £1,300,000 to help achieve competitiveness at the higher level. There were significant football related losses of which were offset by profits from Gold Bond, the Conference and Catering business and Serviced accommodation income to give the results on page 6.

Prospects for the club are still good with turnover expected to be maintained at the 2007/2008 level from participation in the Championship.

The principal risks to the business remain poor results on the football field, relegation back to League 1, poor cup runs and drops in league attendances.

Results and dividends

The results for the year are set out on page 6.

The directors do not recommend payment of a final dividend.

As shown in the financial statements the company made a loss of £357,474 (2007: 466,211)



Directors' report for the year ended 31 May 2008

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Directors and their interests

The directors who served during the year and their respective interests in the parent company, Segesta Limited are as stated below:

		Class of share	31/05/08	01/06/07 or date of appointment
Mr K S Oyston		Ordinary shares	25	25
Mr O J Oyston		Ordinary shares	1,604,694	1,604,694
Mrs V Oyston	Wife of Mr O J Oyston	Ordinary shares	1,955	1,955
Mr G Steele		Ordinary shares	-	-
Mr V Belokon		Ordinary shares	-	-
Mr N Malnacs	Resigned 28 August 2008	Ordinary shares	-	-

None of the directors held any shares in The Blackpool Football Club Limited

V B Football Assets Limited, a company owned and controlled by the director Mr V Belokon holds 7,500 ordinary shares of £1 each in The Blackpool Football Club Limited.

Zabaxe Limited, a company owned and controlled by Mr O J Oyston holds 62,976 ordinary shares of £1 each in the parent company.

Charitable and Political Contributions

During the year the company contributed £13,036 to charities.

Directors' responsibilities

The directors are responsible for preparing 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). The financial statements are required by law to give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year. In preparing these financial statements the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and 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 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.



Directors' report for the year ended 31 May 2008

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The directors of a company must, in determining how amounts are presented within items in the profit and loss account and balance sheet, have regard to the substance of the reported transaction or arrangement, in accordance with generally accepted accounting principles and practice.

In so far as the directors are aware:

- there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

A I Cherry Limited have indicated their willingness to be appointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditors in the absence of an AGM under section 487(2) of the Companies Act 2006.

This report was approved by the Board on 24 March 2009 and signed on its behalf by

Mr Roderick Dyer

Secretary



Independent auditors' report to the shareholders of The Blackpool Football Club Limited

We have audited the financial statements of The Blackpool Football Club Limited for the year ended 31 May 2008 which comprise the profit and loss account, the balance sheet, the cash flow statement and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's shareholders, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholders those matters we are required to state to them in an auditors' 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and the auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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.



Independent auditors' report to the shareholders of The Blackpool Football Club Limited continued

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, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 May 2008 and of its loss for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985;
 and
- the information given in the Directors' Report is consistent with the financial statements.

A I Cherry Limited

Chartered Accountants and

and Registered Auditors

26 Winckley Square

Preston

PR1 3JJ



Profit and loss account for the year ended 31 May 2008

Continuing operations

		2008	2007
	Notes	£	£
Turnover	2	7,232,054	4,833,459
Cost of sales		(1,138,884)	(915,434)
Gross profit		6,093,170	3,918,025
Administrative expenses		(6,230,414)	(4,563,684)
Operating loss before players' transfer fees	3	(137,244)	(645,659)
Players' transfer fees	4	(275,184)	155,667
Loss on ordinary activities before interest		(412,428)	(489,992)
Other interest receivable and similar income Interest payable and similar charges	5	60,144 (5,190)	34,009 (10,228)
Loss on ordinary activities before taxation		(357,474)	(466,211)
Tax on loss on ordinary activities			
Loss for the year	15	(357,474)	(466,211)

There are no recognised gains or losses other than the profit or loss for the above two financial years.



Balance sheet as at 31 May 2008

		20	008	20	07
	Notes	£	£	£	£
Fixed assets					
Intangible assets	8		319,309		137,643
Tangible assets	9		109,921		56,072
			429,230		193,715
Current assets					
Stocks	10	66,496		42,930	
Debtors	11	518,069		926,456	
Cash at bank and in hand		1,309,628		1,746,385	
		1,894,193		2,715,771	
Creditors: amounts falling					
due within one year	12	(3,064,604)		(2,890,441)	
Net current liabilities	•		(1,170,411)		(174,670)
Total assets less current					
liabilities			(741,181)		19,045
Creditors: amounts falling due					
after more than one year	13		(3,438,464)		(3,841,215)
Capital and reserves					
Called up share capital	14		37,500		37,500
Share premium account	15		1,860,174		1,860,174
Other reserves	15		2,335		2,335
Profit and loss account	15		(6,079,654)		(5,722,179)
Shareholders' funds	16		(4,179,645)		(3,822,170)
			(741,181)		19,045
					-

The financial statements were approved by the Board on 24 March 2009 and signed on its behalf by

Director

The notes on pages 9 to 18 form an integral part of these financial statements.



Cash flow statement for the year ended 31 May 2008

		2008	2007
	Notes	£	£
Reconciliation of operating loss to net			
cash outflow from operating activities			
Operating loss		(412,428)	(489,992)
Amortisation of players transfer fees		282,834	(77,517)
Depreciation		37,747	16,952
(Increase) in stocks		(23,566)	
Decrease in debtors		408,387	(523,039)
(Decrease) in creditors		(362,073)	1,404,088
Net cash outflow from operating activities		(69,099)	349,430
Cash flow statement			
Net cash outflow from operating activities		(69,099)	349,430
Returns on investments and servicing of finance	21	54,954	23,781
Capital expenditure	21	(556,098)	(76,796)
		(570,243)	296,415
Financing	21	-	1,800,000
Increase / (Decrease) in cash in the year		(570,243)	2,096,415
			
Reconciliation of net cash flow to movement in net	lebt (Note 22)		
Increase / (Decrease) in cash in the year		(570,243)	2,096,415
Cash outflow from decrease in debts and lease financing	g	-	-
New finance leases and hire purchase contracts		(33,142)	(12,644)
Movement in net debt in the year		(603,385)	2,083,771
Net debt at 1 June 2007		1,721,573	(362,198)
Net funds at 31 May 2008		1,118,188	1,721,573



Notes to the financial statements for the year ended 31 May 2008

1. Accounting policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board.

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax and transfer fees, of sales made during the year.

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Computer equipment

33 1/3% Straight Line on cost

Plant, machinery and

catering equipment

- 10% Straight Line on cost

Motor Vehicles

- 30% Straight line on cost

1.4. Players' Contracts

Transfer fees in respect of players' contracts are capitalised at cost and amortised over the period of the contracts.

1.5. Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

1.6. Stock

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



Notes to the financial statements for the year ended 31 May 2008

..... continued

1.7. Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exceptions:

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold;

Provision is made for deferred tax that would arise on remittance of the retained earnings of overseas subsidiaries, associates and joint ventures only to the extent that, at the balance sheet date, dividends have been accrued as receivable;

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

1.8. Going concern

The accounts are prepared on the going concern basis as the parent company has confirmed that it will make available all sufficient financial resources to support the ongoing activities of the company.

1.9. Grants receivable

Football Association and Football Trust grants are recognised in the profit and loss account so as to match them with expenditure towards which they are intended to contribute.

2. Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the UK. The amount of barter transactions for advertising in turnover is nil (2007: £16,908).



Notes to the financial statements for the year ended 31 May 2008

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3.	Operating loss	2008	2007 £
	Operating loss is stated after charging:	£	I.
	Depreciation and other amounts written off intangible assets	282,834	81,483
	Depreciation and other amounts written off tangible assets	37,747	24,173
	Loss on disposal of tangible fixed assets	-	1,775
	Operating lease rentals		
	- Plant and machinery	4,981	6,995
	Auditors' remuneration	8,781	8,150
	Auditors' remuneration from non-audit work	4,115	1,764
	and after crediting:		
	Donations from Development Association	376,921	259,400
	Grants receivable	58,575	130,000
4.	Players' transfer fees		
	The (credit)/charge for players' transfer fees comprises	2008	2007
	The (credit)/charge for players transfer fees comprises	2006 £	£
	Amortisation of transfer fees	282,834	81,483
	Additional transfer fees received	(35,000)	(250,000)
	Transfer fee levy	27,350	12,850
		275,184	(155,667)
5.	Interest receivable and similar income	2008	2007
		£	£
	Bank interest	60,144	34,009
			
6.	Interest payable and similar charges	2008	2007
		£	£
	On bank loans and overdrafts	21	8,145
	Hire purchase interest	5,169	2,083
		5,190	10,228



Notes to the financial statements for the year ended 31 May 2008

...... continued

7. Employees

7.	Employees		
	Number of employees	2008	2007
	The average monthly numbers of employees		
	(including the directors) during the year were:		
	Footballers, coaches and managers	37	45
	Administrative staff	25	23
	Catering staff	40	36
		102	104
	Employment costs	2008	2007
		£	£
	Wages and salaries	4,308,344	3,181,170
	Social security costs	515,079	254,669
	Other pension costs	3,146	3,432
		4,826,569	3,439,271
8.	Intangible fixed assets	Players'	
	B	Contracts	Total
		£	£
	Cost	207.001	207.001
	At 1 June 2007	207,001	207,001
	Additions	464,500	464,500
	At 31 May 2008	671,501	671,501
	Provision for		
	diminution in value	(0.250	(0.250
	At 1 June 2007	69,358	69,358
	Charge for year	282,834	
	At 31 May 2008	352,192	352,192
	Net book values		
	At 31 May 2008	319,309	319,309
	At 31 May 2007	137,643	137,643



Notes to the financial statements for the year ended 31 May 2008

..... continued

		Fixtures,		
Tangible fixed assets	•	•	Motor	
	equipment	equipment	Vehicles	Total
	£	£	£	£
Cost				
At 1 June 2007	99,792	204,192	39,245	343,229
Additions	•	45,263	46,335	91,598
At 31 May 2008	99,792	249,455	85,580	434,827
Depreciation		·		
At 1 June 2007	99,792	176,465	10,901	287,158
Charge for the year	-	11,796	25,952	37,748
At 31 May 2008	99,792	188,261	36,853	324,906
Net book values				
At 31 May 2008		61,194	48,727	109,921
At 31 May 2007	-	27,727	28,344	56,071
	Cost At 1 June 2007 Additions At 31 May 2008 Depreciation At 1 June 2007 Charge for the year At 31 May 2008 Net book values At 31 May 2008	Cost At 1 June 2007 Additions At 31 May 2008 Depreciation At 1 June 2007 Charge for the year At 31 May 2008 Net book values At 31 May 2008	Cost Cost At 1 June 2007 99,792 204,192 Additions - 45,263 At 31 May 2008 99,792 249,455 Depreciation - 11,796 At 31 May 2008 99,792 176,465 Charge for the year - 11,796 At 31 May 2008 99,792 188,261 Net book values - 61,194	Computer fittings and equipment equipment fittings and equipment equipment fittings and equipment fittings and f

Included above are assets held under finance leases or hire purchase contracts as follows:

		2008		2007	
		Net	Depreciation	Net	Depreciation
	Asset description	book value	charge	book value	charge
		£	£	£	£
	Motor Vehicles	48,726	25,952	28,344	12,011
10.	Stocks			2008	2007
				£	£
	Catering and bar stocks			23,778	18,221
	Souvenir shop stock			42,718	24,709
				66,496	42,930
					====



Notes to the financial statements for the year ended 31 May 2008

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11.	Debtors	2008	2007
		£	£
	Trade debtors	369,332	485,193
	Other debtors	65,487	20,782
	Prepayments and accrued income	83,250	420,481
		518,069	926,456

Included in other debtors is £30,321 (2007: £5,873) owed by the director Mr K Oyston. The maximum balance owed by Mr K Oyston during the year was £30,321. The loan is interest free and repayable on demand.

12.	Creditors: amounts falling due within one year	2008 £	2007 £
	Bank overdraft	133,485	_
	Net obligations under finance leases	ŕ	
	and hire purchase contracts	15,000	6,621
	Trade creditors	562,386	367,484
	Amounts owed to group undertaking	422,839	422,839
	Other taxes and social security costs	676,371	289,718
	Other creditors	33,657	718,752
	Accruals and deferred income	1,220,866	1,085,027
		3,064,604	2,890,441

The amounts owed to group undertaking represents the amount due to the parent, Segesta Limited formerly known as The Blackpool Football Club Properties Limited. The maximum balance outstanding during the year was £3,423,212.



Notes to the financial statements for the year ended 31 May 2008

..... continued

13.	Creditors: amounts falling due after more than one year	2008 £	2007 £
	Amounts owed to group undertakings	3,000,373	3,427,889
	Directors accounts and unsecured loans	395,136	395,136
	Net obligations under finance leases		
	and hire purchase contracts	42,955	18,190
		3,438,464	3,841,215

Directors accounts and unsecured loans includes £395,136 (2007: 395,136) owed to the director Mr O J Oyston. The maximum balance owed to Mr Oyston was £395,136.

The loan is interest free and repayable on demand

14.	Share capital			2008 £	2007 £
	Authorised equity				
	37,500 Ordinary shares of 1 each			37,500	37,500
	Allotted, called up and fully paid equity				
	37,500 Ordinary shares of 1 each			37,500	37,500
15.	Equity Reserves	Share premium account £	Profit and loss account £	Capital redemption reserve	Total £
	At 1 June 2007 Loss for the year	1,860,174	(5,722,180) (357,474)	-	(3,859,671) (357,474)
	At 31 May 2008	1,860,174	(6,079,654)	2,335	(4,217,145)



Notes to the financial statements for the year ended 31 May 2008

..... continued

16.	Reconciliation of movements in shareholders' funds	2008 £	2007 £
	Loss for the year	(357,474)	(466,211)
	Net proceeds of equity share issue	-	1,800,000
	Net addition to shareholders' funds	(357,474)	1,333,789
	Opening shareholders' funds	(3,822,170)	(5,155,959)
	Closing shareholders' funds	(4, 179, 644)	(3,822,170)

17. Commitments under operating leases and guarantees

At 31 May 2008 the company had annual commitments under non-cancellable operating leases as follows:

	Othe	r
	2008	2007
	£	£
Expiry date:		
Within one year	2,968	1,484
Between one and five years		
	2,968	1,484

18. Transactions with directors

The following directors had interest free loans during the year. The movements on these loans are as follows:

	Amount owing		Maximum	
	2008	2007	in year	
	£	£	£	
Mr K S Oyston	30,321	5,873	30,321	



Notes to the financial statements for the year ended 31 May 2008

..... continued

19. Related party transactions

2008	200'	
¢	£	

The following income was charged by the company to the following related parties:

Oystons Limited	6,349	2,563
Denwis Limited	2,943	11,620
Ridings Publishing Company Limited	629	370

The following amounts are included in trade debtors note (note 11):

Denwis Limited	3,726	6,251
Oystons Limited	7,170	1,234

Included in other debtors (note 11) is £11,065 (2007:£6,161) owed by Natfarm Limited and £1,895 (2007:£421) owed by Denwis Limited. The loans are interest free and repayable on demand.

The following amounts are included in trade creditors note (note 12):

Denwis Limited	46	46
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During the year the company was charged £13,147 by Denwis Limited, a company owned and controlled by the director Mr O J Oyston.

The director, Mr O J Oyston is a director and majority shareholder of Denwis Limited, Ridings Publishing Company Limited, Natfarm Limited and Oystons Limited.

20. Ultimate parent undertaking

The company is a subsidiary of Segesta Limited, a company incorporated in England & Wales, which held 76.3% (2007: 76.3%) of the issued share capital of the company at 31 May 2008. Segesta Limited (formerly known as The Blackpool Football Club Properties Limited) is controlled by the director Mr O J Oyston.



Notes to the financial statements for the year ended 31 May 2008

..... continued

21. Gross cash flows

22.

			2008 £	2007 £
Returns on investments and servicing of fi	nance			
Interest received			60,144	34,009
Interest paid			(5,190)	(10,228)
			54,954	23,781
Capital expenditure				
Payments to acquire intangible assets			(464,500)	(48,001)
Payments to acquire tangible assets			(91,598)	(28,795)
			(556,098)	(76,796)
Financing				
Issue of ordinary share capital			-	1,800,000
Analysis of changes in net funds				
•	Opening balance	Cash flows	Other changes	Closing balance
	£	£	£	£
Cash at bank and in hand	1,746,385	(436,757)		1,309,628
Overdrafts	-	(133,485)		(133,485)
	1,746,385	(570,242)		1,176,143
Finance leases and hire purchase contracts	(24,811)	-	(33,144)	(57,955)
Net funds	1,721,574	(570,242)	(33,144)	1,118,188
			=====	

Transfer fees paid are included under capital expenditure in the cashflow statement and transfer fees received are included in operating profit.