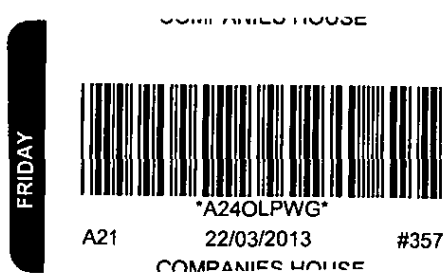


The Football League Limited

Directors' report and consolidated financial statements

Registered number 80612

30 June 2012



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Officers and Professional Advisors

DIRECTORS

P J Alexander
S R Bowker CBE
G A Clarke
S A Harvey
A Kleanthous
K Lamb
J Mostyn
J L Nixon

SECRETARY

T S Detko

REGISTERED OFFICE

Edward VII Quay
Navigation Way
Preston
PR2 2YF

BANKER

Barclays Bank PLC
PO Box 378
71 Grey Street
Newcastle upon Tyne
NE99 1JP

AUDITOR

KPMG LLP
Chartered Accountants and Registered Auditor
Edward VII Quay
Navigation Way
Preston
PR2 2YF

Directors' report

The directors present their annual report and the audited consolidated financial statements for the year ended 30 June 2012

PRINCIPAL ACTIVITIES

The principal activities of the company are to be a governing body for Member Clubs, organise League Football competitions and to represent and promote League Football and its Clubs

Other activities performed by subsidiaries within the group include the exploitation of certain internet, mobile and other commercial rights granted by The Football League Limited and by a number of football clubs that compete in the Football League, FA Premier League and the Football Conference to FL Interactive Limited, as well as the provision of support for Football League clubs in the areas of education and training of their footballers through The Football League Trust Limited

BUSINESS REVIEW

Despite the continuing weak economic conditions in the UK, attendances at league matches increased by 1.5% during 2011/12 compared to the previous season breaking the 16 million mark for the eighth consecutive season. Carling Cup attendances at just over 1.2 million were 1% up on the previous season whilst Johnstone's Paint Trophy attendances were down from 207,000 in 2010/11 to 201,000 in 2011/12.

The 2011/12 season was the second year of The League's three-year title sponsorship partnership with npower. The season was also the ninth and last season that Coors Brewers, through its Carling brand, were sponsors of the League Cup. For the 4 seasons commencing in 2012/13 Capital One are the new League Cup sponsors whilst Johnstone's Paint have renewed their sponsorship of the League Trophy for a further 3 seasons.

On the broadcasting front, 2011/12 was the final season of The League's three-year deals with domestic broadcast partners Sky Sports and BBC Sport and also with individual broadcasters in overseas territories. From 2012/2013 the League's domestic rights have reverted back solely to Sky Sports for 3 seasons whilst the overseas rights have been acquired by Pitch International for the next 5 seasons.

Season 2012/13 sees the implementation of the Elite Player Performance Plan into the professional game in England with one of the consequences being that the central funding provided to all professional clubs will be through the Professional Game Youth Fund under the auspices of the Football Association's Professional Game Board. For the last 3 seasons this funding has been routed to Football League clubs through the Football League Trust.

FINANCIAL REVIEW

Profit and Loss Account

Group turnover for the year at £137.2m was £0.8m lower than in 2011 representing a 0.6% year on year decrease.

Overall the group's total costs including payments made to member clubs reduced by £0.5m to £137.8m in 2012. Distributions payable by The Football League and The Football League Trust to its member clubs have reduced by £0.1m to £113.2m.

Balance Sheet

Net liabilities at 30 June 2012 amounted to £0.2m compared to £0.5m at 30 June 2011. The reduction in liabilities is due to the retained profit of £0.2m and an actuarial gain of £0.1m arising on the company's defined benefit pension scheme. This actuarial gain has arisen as a result of changes in the actuarial assumptions and actual experience differing from the previously made actuarial assumptions. Further information in relation to the company's defined benefit pension scheme can be found in note 16 of these financial statements.

Cash Flow

The group generated a cash outflow from operating activities in the year of £1.3m (2011 inflow of £16.0m). After net interest earnings of £0.4m and capital expenditure of £1.4m the group's cash balances reduced by £2.4m to £38.0m at 30 June 2012.

Financial Risk

The group manages its financial risk through the use of financial instruments. The principal risk managed is foreign exchange risk on the overseas television broadcasting rights. See note 25 to the financial statements for detail on the management of these risks.

GOING CONCERN

The directors have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the financial statements. Further details regarding the adoption of the going concern basis can be found in note 1 to the financial statements.

DIVIDENDS

The directors do not recommend the payment of a dividend (2011 £nil).

DIRECTORS AND THEIR INTERESTS

The current directors of the company are listed on page 2. The directors who served since the start of the year are listed below.

P J Alexander (appointed 22 June 2012)	K Lamb
S R Bowker (appointed 1 April 2012)	J L Nixon
G A Clarke	I R Ritchie (resigned 27 February 2012)
T A Glick (resigned 22 June 2012)	L Rogers (resigned 21 December 2012)
S A Harvey	J Mostyn (appointed 21 December 2012)
A Kleanthous	

FIXED ASSETS

There is no material difference between the book value and the current open market value of the group's interests in land and buildings.

CHARITABLE DONATIONS

During the year the group made charitable donations amounting to £1,300 (2011 £1,500). There were no political contributions.

DISCLOSURE OF INFORMATION TO AUDITOR

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the group's auditor is unaware, and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the group's auditor is aware of that information.

AUDITOR

In accordance with Section 485 of the Companies Act 2006 a resolution to reappoint KPMG LLP as the Company's auditor will be proposed at the forthcoming Extraordinary General Meeting.

Approved by the Board of Directors
and signed on behalf of the Board



T S Detko

Secretary

26 February 2013

Statement of directors' responsibilities in respect of the Directors' Report and financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 group and company and of the profit or loss of the group and company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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 are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the group and company and to prevent and detect fraud and other irregularities.



KPMG LLP
Edward VII Quay
Navigation Way
Preston
PR2 2YF
United Kingdom

Independent auditor's report to the members of the Football League Limited

We have audited the financial statements of the Football League Limited for the year ended 30 June 2012 set out on pages 8 to 27. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group's and of the parent company's affairs as at 30 June 2012 and of the group's profit for the year then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

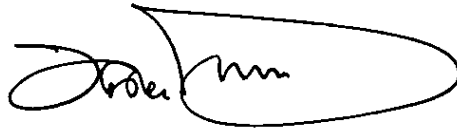
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent auditor's report to the members of the Football League Limited (continued)

Matters on which we are required to report by exception

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

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

A handwritten signature in black ink, appearing to read 'Stephen Dunn', enclosed within a large, hand-drawn oval loop.

Stephen Dunn
(Senior Statutory Auditor), for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
Edward VII Quay, Navigation Way, Preston, PR2 2YF

1 March 2013

**Consolidated profit and loss account
For the year ended 30 June 2012**

	Note	2012 £	2011 £
Group and joint venture's turnover		139,916,702	142,268,449
Less share of joint venture's turnover		<u>(2,725,182)</u>	<u>(4,276,751)</u>
 Group turnover	 3	 137,191,520	 137,991,698
Other operating income		32,316	144,995
External charges		(114,624,780)	(116,717,802)
Staff costs	4	(3,615,052)	(3,705,277)
Gains on Curtailment of Pension Scheme	16	521,000	-
Other operating charges		<u>(19,560,292)</u>	<u>(17,844,951)</u>
 Group operating loss	 6	 (55,288)	 (131,337)
Share of net operating profit/(loss) in joint venture and associate		<u>59,823</u>	<u>15,161</u>
 Total operating loss		 (4,535)	 (116,176)
Net interest receivable and similar income			
- Group	7	383,085	431,191
- Joint venture and associate		7,506	6,598
Other finance expenses	8	<u>(66,000)</u>	<u>(34,000)</u>
 Profit on ordinary activities before taxation		 329,126	 287,613
Tax on profit on ordinary activities	9	<u>(162,140)</u>	<u>(92,945)</u>
 Profit for the financial year	 19	 <u>166,986</u>	 <u>194,668</u>

All the above results derive from continuing operations

Consolidated statement for the total recognised gains and losses
For the year ended 30 June 2012

	2012 £	2011 £
Profit for the financial year	166,986	194,668
Actuarial profit / (loss) relating to the company pension scheme	192,000	(490,000)
Deferred tax thereon	(38,400)	98,000
Total recognised gains and losses relating to the year	<u>320,586</u>	<u>(197,332)</u>

Consolidated Balance Sheet
As at 30 June 2012

	Note	2012 £	2012 £	2011 £	2011 £
Fixed assets					
Intangible assets	10		(175,705)		(210,847)
Tangible assets	11		1,514,359		173,309
Joint venture undertaking					
Share of gross assets	12	1,278,268		1,725,984	
Share of gross liabilities	12	(1,269,305)		(1,717,610)	
			8,963		8,374
Investments in associated undertaking	12		136,808		70,302
			<u>1,484,425</u>		<u>41,138</u>
Current assets					
Debtors	13	8,678,844		14,607,977	
Cash at bank and in hand		38,035,865		40,456,277	
		<u>46,714,710</u>		<u>55,064,254</u>	
Creditors amounts falling due within one year	14	(39,102,894)		(36,633,276)	
Net current assets			<u>7,611,816</u>		<u>18,430,978</u>
Total assets less current liabilities			<u>9,096,240</u>		<u>18,472,116</u>
Creditors amounts falling due after more than one year	15		(7,800,000)		(16,964,462)
Net assets excluding pension liability			<u>1,296,240</u>		<u>1,507,654</u>
Pension liability	16		(1,504,000)		(2,036,000)
Net liabilities			<u>(207,760)</u>		<u>(528,346)</u>
Capital and reserves					
Called up share capital	18		-		-
Profit and loss account	19		(207,760)		(528,346)
Equity shareholders' deficit	20		<u>(207,760)</u>		<u>(528,346)</u>

These financial statements were approved by the Board of Directors on 26 February 2013

Signed on behalf of the Board of Directors



G A Clarke

Director

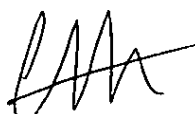
Company Number 80612

Company Balance Sheet
As at 30 June 2012

	Note	2012 £	2012 £	2011 £	2011 £
Fixed assets					
Tangible assets	11		187,935		171,102
Investments	12		650		650
			<u>188,585</u>		<u>171,752</u>
Current assets					
Debtors	13	7,803,812		11,328,606	
Cash at bank and in hand		<u>33,214,027</u>		<u>35,988,257</u>	
		41,017,839		47,316,863	
Creditors amounts falling due within one year	14	<u>(33,200,583)</u>		<u>(30,062,500)</u>	
Net current assets			<u>7,817,256</u>		<u>17,254,363</u>
Total assets less current liabilities			<u>8,005,841</u>		<u>17,426,115</u>
Creditors amounts falling due after more than one year	15		<u>(7,800,000)</u>		<u>(16,964,462)</u>
Net assets excluding pension liability			<u>205,841</u>		<u>461,653</u>
Pension liability	16		<u>(1,504,000)</u>		<u>(2,036,000)</u>
Net liabilities			<u>(1,298,159)</u>		<u>(1,574,347)</u>
Capital and reserves					
Called up share capital	18		-		-
Profit and loss account	19		<u>(1,298,159)</u>		<u>(1,574,347)</u>
Equity shareholders' deficit			<u>(1,298,159)</u>		<u>(1,574,347)</u>

These financial statements were approved by the Board of Directors on 26 February 2013

Signed on behalf of the Board of Directors



G A Clarke

Director

Company Number 80612

Consolidated Cash Flow Statement
For the year ended 30 June 2012

	Note	2012 £	2011 £
Net cash (outflow) / inflow from operating activities	21	(1,251,857)	16,039,505
Returns on investments and servicing of finance	22	403,279	402,014
Taxation		(161,559)	(1,295)
Capital expenditure and financial investment	22	<u>(1,410,275)</u>	<u>(94,643)</u>
Cash (outflow) / inflow before use of liquid resources and financing		(2,420,412)	16,345,581
Financing		<u>-</u>	<u>-</u>
(Decrease) / increase in cash in the year		<u>(2,420,412)</u>	<u>16,345,581</u>

Reconciliation of net cash flow to movement in net funds	2012 £	2011 £
(Decrease) / increase in cash in the year	(2,420,412)	16,345,581
Cash at bank and in hand.		
At 1 July 2011	<u>40,456,277</u>	<u>24,110,696</u>
At 30 June 2012	<u>38,035,865</u>	<u>40,456,277</u>

Notes

For the year ended 30 June 2012

1. ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items that are considered material in relation to the group's financial statements

Basis of preparation

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards, under the historical cost convention within the requirements of the Companies Act 2006. The particular accounting policies adopted are described below and have been applied consistently in the current period.

Basis of consolidation

The group financial statements consolidate the financial statements of the company and its subsidiary undertakings drawn up to 30 June each year. The results of subsidiaries acquired or disposed of are consolidated for the periods from or to the date on which control passed. Acquisitions are accounted for under the acquisition method.

Going concern

The group has net liabilities of £207,760 as at 30 June 2012. The financial statements have been prepared on a going concern basis which the directors believe to be appropriate given the group's business activities, together with the factors likely to affect its future development, performance and position are set out in the Business Review on page 3.

As a consequence, the directors believe that the group is well placed to manage its business risks successfully despite the current economic climate. The directors have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Where audited financial statements are not coterminous with those of the group, the financial information of subsidiary and joint venture undertakings has been derived from unaudited management accounts for the period up to the company's balance sheet date.

Intangible assets – goodwill

Negative goodwill arising on the acquisition in 2004 of FL Interactive Limited, a 100% subsidiary undertaking, representing the excess of the fair value of the identifiable assets and liabilities acquired over the fair value of the consideration given is capitalised and then credited to the profit and loss account on a straight line basis in the periods expected to benefit, assessed by the directors as 13 years.

Depreciation and tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment. Depreciation on tangible fixed assets is calculated on a straight line basis and aims to write down their cost to their estimated residual value over their expected useful lives as follows:

Improvements to short leasehold premises	10 years
Equipment	4 to 5 years
Motor vehicles	4 years

Tangible assets - website development costs

Design and development costs are capitalised only to the extent that they lead to the creation of an enduring asset delivering benefits at least as great as the amount capitalised. If there is insufficient evidence on which to base reasonable estimates of the economic benefits that will be generated in the period until the design and content are next updated, the costs of developing the design and content are charged to the profit and loss account as incurred.

Notes (continued)

1. ACCOUNTING POLICIES (continued)

Associated and joint venture undertakings

Undertakings, other than subsidiary undertakings, in which the group has a long term participating interest and over which it exerts significant influence, are associated undertakings

Those undertakings in which the group has a long term interest and which the group jointly controls with one or more other party are defined as joint venture undertakings

In the Group financial statements, investments in associates are accounted for using the equity method. The group's share of the profits less losses of the associated company and joint venture undertaking is included in the consolidated profit and loss account and consolidated statement of total recognised gains and losses

Joint venture undertakings in the group balance sheet are accounted for using the gross equity method of consolidation. Associated undertakings are included at the group's share of net assets, after adjustment for goodwill

Cash and liquid resources

Cash, for the purpose of the cash flow statement, comprises cash in hand and deposits repayable on demand, less overdrafts payable on demand. Liquid resources are current asset investments which are disposable without curtailing or disrupting the business and are either readily convertible into known amounts of cash at or close to their carrying values or traded in an active market. Liquid resources comprise term deposits of less than one year (other than cash), government securities and investments in money market managed funds

Taxation

The taxation charge for the year is detailed in note 9

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of income and expenditure in tax computations in periods different from those in which they are included in the financial statements. Deferred tax assets are recognised, without discounting, to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no binding contract to dispose of these assets

Turnover

Turnover represents amounts receivable for goods and services provided in the normal course of business, net of trade discounts, VAT and other sales related taxes and includes sponsorship revenues and revenues received from television broadcasting contracts but excludes gate levy income received from clubs which is offset against external charges

Where payments are received from customers in advance of services provided, the amounts are recorded as deferred income and included as part of creditors due within one year

Barter transactions

Turnover and costs in respect of barter transactions for goods and services are recognised only where there is persuasive evidence of the value at which, if it had not been exchanged, the goods and services would have been sold for cash in a similar transaction

Notes (continued)

1 ACCOUNTING POLICIES (continued)

Pension obligation

The group operates both a defined contribution scheme and a defined benefit scheme. The defined benefit scheme was closed to new members from 1 March 2010.

Retirement benefits to eligible employees of the defined benefit scheme are funded by contributions from the group and its employees. The amounts charged to the operating profit are the current service costs and gains and losses on settlements and curtailments. They are included as part of staff costs. Past service costs are recognised immediately in the profit and loss account if the benefits have vested. If the benefits have not vested immediately, the costs are recognised over the period until vesting occurs. The interest cost and the expected return on assets are shown as a net amount of other finance costs or credits adjacent to interest. Actuarial gains and losses are recognised immediately in the statement of total recognised gains and losses.

The assets of the defined benefit scheme are held separately from those of the group, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit method and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent currency and term to the scheme liabilities. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date. The resulting defined benefit asset or liability, net of the related deferred tax, is presented separately after other net assets on the face of the balance sheet.

The defined contribution scheme is a group personal pension plan under which the group pays fixed contributions. The group has no further payment obligations once the contributions have been paid. The contributions are included as part of staff costs.

Leases

Rentals payable under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

2 CONSOLIDATED FINANCIAL STATEMENTS

As permitted by section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these financial statements. The parent company's profit (see note 19) for the financial year amounted to £122,588 (2011 £171).

3 TURNOVER

Turnover arises from the activities of organising and promoting annual League Football competitions. An analysis of turnover is given below.

The amount of barter transactions for goods and other services recognised in turnover is £647,595 (2011 £664,495).

Analysis of turnover by geographical market

All turnover arises in the United Kingdom, with the exception of £7,714,588 (2011 £7,697,163) which arises from the sale of television rights to worldwide broadcasters for worldwide transmission.

4 STAFF COSTS

	2012 £	2011 £
Staff costs during the year (including directors)		
Wages and salaries	2,949,426	2,862,167
Social security costs	351,118	291,580
Other pension costs (note 16)	314,508	551,530
	<u>3,615,052</u>	<u>3,705,277</u>

The average monthly number of employees was 63 (2011 65).

Notes (continued)

5. DIRECTOR'S REMUNERATION

	2012 £	2011 £
The total amounts for directors' remuneration and other benefits were as follows		
Salaries	<u>185,162</u>	<u>184,993</u>

The number of directors for whom retirement benefits are accruing is nil (2011 nil)

6. OPERATING LOSS

	2012 £	2011 £
Operating loss is stated after charging/(crediting)		
Auditors' remuneration		
Audit fees - Group	37,865	36,834
Audit fees - Company	28,652	27,871
Corporation tax compliance	6,200	6,000
Other services	1,750	3,650
Depreciation of tangible fixed assets	69,225	79,134
Operating leases		
Equipment	34,002	33,984
Other assets	187,282	187,282
Amortisation of negative goodwill	<u>(35,142)</u>	<u>(35,142)</u>

7. NET INTEREST RECEIVABLE AND SIMILAR INCOME

	2012 £	2011 £
Interest receivable	383,363	432,837
Interest payable on ground improvement levies held	<u>(278)</u>	<u>(1,646)</u>
	<u>383,085</u>	<u>431,191</u>

8. OTHER FINANCE EXPENSES

	2012 £	2011 £
Expected return on pension scheme assets	315,000	294,000
Interest on pension scheme liabilities	<u>(381,000)</u>	<u>(328,000)</u>
	<u>(66,000)</u>	<u>(34,000)</u>

Notes (continued)

9. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2012 £	2011 £
The tax charge comprises		
<i>Current tax</i>		
UK corporation tax	-	166,759
Adjustments in respect of prior year	1,517	(6,734)
Total current tax	1,517	160,025
<i>Deferred tax</i>		
Origination/reversal of timing differences	160,623	(67,080)
Total tax on profit on ordinary activities	162,140	92,945

The corporation tax charge for the current period is different than that resulting from applying the standard rate of corporation tax in the UK. The differences are explained below

	2012 £	2011 £
Profit on ordinary activities before tax	329,126	287,613
Tax on profit on ordinary activities at 25.5% (2011: 27.5%)	83,927	79,094
Effects of		
Expenses not deductible for tax purposes	21,228	6,361
Difference between depreciation and capital allowances	(9,022)	(12,236)
Adjustment in respect of pension contributions	(186,405)	67,403
Unutilised trading losses carried forward	112,801	-
Other	(22,529)	26,137
	-	166,759

10. INTANGIBLE FIXED ASSETS

The Group	Internet and media rights £	Goodwill £	Total £
Cost			
At 1 July 2011 and 30 June 2012	1	(456,842)	(456,841)
Amortisation			
At 1 July 2011	-	245,994	245,994
Negative goodwill written back	-	35,142	35,142
At 30 June 2012	-	281,136	281,136
Net book value			
At 30 June 2012	1	(175,706)	(175,705)
At 30 June 2011	1	(210,848)	(210,847)

Negative goodwill arising on the acquisition of FL Interactive Limited in 2004 was in excess of the fair value of the monetary assets acquired. An amount equal to the fair value of the non-monetary assets acquired is being released to the profit and loss account commensurately with the recovery of the non-monetary assets acquired, whether through depreciation or sale.

Notes (continued)

11. TANGIBLE FIXED ASSETS

The Group	Assets in the course of construction £	Improvements to short leasehold premises £	Equipment £	Total £
Cost				
At 1 July 2011	-	115,276	873,420	988,696
Additions	1,325,187	-	85,088	1,410,275
At 30 June 2012	1,325,187	115,276	958,508	2,398,971
Depreciation				
At 1 July 2011	-	113,437	701,950	815,387
Charge for the year	-	789	68,436	69,225
At 30 June 2012	-	114,226	770,386	884,612
Net book value				
At 30 June 2012	1,325,187	1,050	188,122	1,514,359
At 30 June 2011	-	1,839	171,470	173,309

Assets in the course of construction consist of website development costs which are not depreciated

The Company	Improvements to short leasehold premises £	Equipment £	Total £
Cost			
At 1 July 2011	115,276	869,541	984,817
Additions	-	85,088	85,088
At 30 June 2012	115,276	954,629	1,069,905
Depreciation			
At 1 July 2011	113,437	700,278	813,715
Charge for the year	789	67,466	68,255
At 30 June 2012	114,226	767,744	881,970
Net book value			
At 30 June 2012	1,050	186,885	187,935
At 30 June 2011	1,839	169,263	171,102

Notes (continued)

12. FIXED ASSET INVESTMENTS

The Group	Joint venture undertaking £	Associate undertaking £	Total £
Cost and net book value			
At 1 July 2011	8,374	70,302	78,676
Share of profit	589	66,506	67,095
At 30 June 2012	<u>8,963</u>	<u>136,808</u>	<u>145,771</u>
The Company			Shares in subsidiaries £
Cost and net book value			
At 1 July 2011 and 30 June 2012			<u>650</u>

The company wholly owns the following subsidiary undertakings, each of which is registered in England and Wales and incorporated in Great Britain. These companies are included within the consolidated figures presented as part of these financial statements.

Subsidiary undertakings	Activity	Proportion of ordinary shares
FL Interactive Limited	Provision of internet websites	100%
The Football League Trust Limited	Funding body	100%
World-Wide Soccer Limited	Dormant	100%

The Football League (Community) Limited is a wholly owned charitable subsidiary of The Football League Trust Limited and is registered in England and Wales and incorporated in Great Britain. Its main activities are to promote the participation of the general public in football by supporting community based facilities and activities hosted by football clubs. It has been excluded from consolidation on the grounds that The Football League (Community) Limited and The Football League Limited do not meet the criteria for a parent and subsidiary undertaking relationship to exist, in accordance with FRS 2 Accounting for Subsidiary Undertakings. The total income of Football League (Community) Limited for the year ended 30 June 2012 was £4,867,207 (2011 £5,657,141) with distributions and expenditure totalling £4,747,213 (2011 £5,669,646). Unrestricted funds as at 30 June 2012 amounted to £214,269 (2011 £94,274). £42,929 (2011 £80,511) was payable by The Football League (Community) Limited to The Football League Limited at the year end.

FLT Community Trading Limited is a wholly owned trading subsidiary of The Football League (Community) Limited and is registered in England and Wales and incorporated in Great Britain. FLT Community Trading Limited received funds from a commercial partner which were distributed to the community schemes on the partner's behalf, throughout the year, with any surplus gifted to The Football League (Community) Limited. Consolidated accounts, at a Football League (Community) Limited level, are not prepared as the Group falls below the de minimis limits as given in the Companies Act 2006. The total turnover of FLT Community Trading Limited for the year ended 30 June 2012 was £1,110,000 (2011 £720,000) with distributions and expenditure totalling £1,045,281 (2011 £659,362). The operating profit of £64,719 (2011 £60,638) was gifted to The Football League (Community) Limited.

There were no amounts payable or receivable at the year end between The Football League Limited and FLT Community Trading Limited.

Notes (continued)

12. FIXED ASSET INVESTMENTS (continued)

Joint venture undertaking

The investment in joint venture represents a 50% holding in Football DataCo Limited, a joint venture undertaking between The Football League Limited and The Football Association Premier League Limited. The company has a year end of 31 July. The company was formed on 3 May 2001 and established to develop and maximise profits from the two League's data, archive and licensable material rights whilst becoming the source of official data.

The Football Association Premier League Limited owns 100% of the "A" shares of Football DataCo Limited and The Football League Limited owns 100% of the "B" shares of Football DataCo Limited. The "A" and "B" shares have equal rights. Football DataCo Limited is registered at, and trades from, 30 Gloucester Place, London W1U 8PL.

£651,573 was payable by Football DataCo Limited to the company in the year and at the year end this amount was all outstanding.

Associate undertaking

The investment in associate undertaking represents a one third holding in Professional Game Match Officials Limited, a venture between The Football League Limited, The Football Association Limited and The Football Association Premier League Limited. The company has a year end of 31 July. The venture was formed for the provision of referees and refereeing services to The Football League, The Football Association and The Football Association Premier League.

The Football League Limited has provided a guarantee in respect of the liabilities of Professional Game Match Officials Limited to a sum not exceeding £1.

£2,500,000 was payable by the company to Professional Game Match Officials Limited. At the year end £129,465 was outstanding.

Football DataCo Limited and Professional Game Match Officials Limited both have a year end of 31 July and the following financial information, which is in respect of the company's share of their results and incorporated within these financial statements, is derived from unaudited management accounts for the year to 30 June 2012.

	Football DataCo Limited		Professional Game Match Officials Limited	
	2012	2011	2012	2011
	£	£	£	£
Company share of results				
Turnover	2,725,182	4,276,751	2,579,007	2,354,008
Operating (loss)/profit	(4,764)	(4,450)	64,587	19,611
Interest receivable and similar income	5,587	5,164	1,919	1,434
Profit before taxation	823	714	66,506	21,045
Taxation	(234)	-	-	-
Profit after taxation	589	714	66,506	21,045
Company share of:				
Fixed assets	-	-	27,031	47,982
Current assets	1,278,268	1,725,984	960,828	1,114,526
Current liabilities – due within one year	(1,269,305)	(1,717,610)	(851,051)	(1,092,206)
Share of net assets	8,963	8,374	136,808	70,302

Notes (continued)

13. DEBTORS

	Group		Company	
	2012	2011	2012	2011
	£	£	£	£
Amounts receivable within one year				
Trade debtors	3,495,856	4,304,652	2,920,559	3,356,949
Club loans	-	3,382,794	-	3,382,794
Other debtors	69,724	170,660	62,724	117,561
Prepayments and accrued income	3,455,757	6,185,343	2,987,457	2,702,281
VAT receivable	455,513	-	117,588	-
Deferred tax asset	-	67,080	-	67,080
Amounts owed by subsidiary undertakings	-	-	513,490	1,204,493
Amounts owed by joint venture undertaking	651,573	151,309	651,573	151,309
	<u>8,128,423</u>	<u>14,261,838</u>	<u>7,253,391</u>	<u>10,982,467</u>
Amounts receivable after more than one year				
Prepayments and accrued income	550,421	346,139	550,421	346,139
	<u>8,678,844</u>	<u>14,607,977</u>	<u>7,803,812</u>	<u>11,328,606</u>

14 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2012	2011	2012	2011
	£	£	£	£
Trade creditors	9,485,698	9,558,864	7,411,587	7,207,181
Ground improvement levies held	10,625	28,038	10,625	28,038
Other creditors	6,377,396	7,011,728	6,369,414	6,927,915
Accruals and deferred income	23,128,186	17,847,447	19,216,931	13,796,082
Other taxation and social security	100,989	69,889	73,366	60,244
VAT payable	-	1,955,771	-	1,889,740
Corporation tax	-	161,539	-	104,829
Amounts due to subsidiary undertaking	-	-	118,660	48,471
	<u>39,102,894</u>	<u>36,633,276</u>	<u>33,200,583</u>	<u>30,062,500</u>

Ground improvement levies held are repayable on application in accordance with the Articles of Association and Regulations of The Football League Limited

15 CREDITORS. AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group		Company	
	2012	2011	2012	2011
	£	£	£	£
Accruals and deferred income	<u>7,800,000</u>	<u>16,964,462</u>	<u>7,800,000</u>	<u>16,964,462</u>

Notes (continued)

16. PENSION COMMITMENTS

Defined benefit scheme

The group operates a defined benefit pension scheme in the UK, which was closed to new entrants from 1 March 2010. A full actuarial valuation was carried out as at 1 August 2010 and the results have been updated to 30 June 2012 by a qualified actuary, independent of the scheme's sponsoring employer.

The group currently pays contributions at the rate of 8.0% of pensionable pay in addition to monthly deficit contributions of £11,980. Member contributions are payable in addition at the rate of 6.5% of pensionable pay.

The major assumptions used in the 2012 valuation were

	At 30 June 2012	At 30 June 2011	At 30 June 2010
RPI Inflation	2.85%	3.50%	3.30%
CPI Inflation	2.10%	3.00%	n/a
Salary escalation rate	n/a	4.50%	4.30%
Rate used to discount scheme liabilities	4.65%	5.50%	5.40%
Allowance for pension in payment increases of CPI or 5% p.a. if less	2.00%	2.90%	n/a
Allowance for pension in payment increases of RPI or 2.5% p.a. if less	2.10%	2.30%	2.40%
Allowance for revaluation of deferred pensions of CPI or 5% p.a. if less	2.10%	3.00%	n/a
Allowance for revaluation of pensions of CPI or 2.5% p.a. if less	2.10%	n/a	n/a
Allowance for commutation of pension for cash at retirement	Yes	Yes	Yes

The mortality assumptions adopted at 30 June 2012 imply the following life expectancies

Average life expectancy	2012		2011		2010	
	Male (years)	Female (years)	Male (years)	Female (years)	Male (years)	Female (years)
Member currently aged 60	86.7	88.8	86.7	88.7	87.0	89.7
Member currently aged 45	87.9	90.0	87.8	89.9	88.7	91.2

The assets of the scheme and the present value of the scheme's liabilities were

	2012 £	2011 £	2010 £
Equities	3,033,000	2,658,000	1,880,000
Bonds	1,865,000	1,757,000	1,587,000
Property	-	-	527,000
Cash	10,000	51,000	29,000
	4,908,000	4,466,000	4,023,000
Present value of scheme liabilities	(6,788,000)	(7,011,000)	(6,005,000)
Net pension liability before deferred tax	(1,880,000)	(2,545,000)	(1,982,000)
Deferred tax at 20% (2011: 20%, 2010: 21%)	376,000	509,000	416,220
Net pension liability	(1,504,000)	(2,036,000)	(1,565,780)

Notes (continued)

16 PENSION COMMITMENTS (continued)

None of the fair value of the assets shown above include any of the company's own financial instruments or any property occupied by, or other assets used by, the company

The long term expected rate of return on cash is determined by reference to bank base rates at the balance sheet dates. The long term expected return on bonds is determined by reference to UK long dated government and corporate bond yields at the balance sheet date. The long term expected rate of return on equities is based on the rate of return on bonds with an allowance for out performance

The expected long term rates of return applicable for each period are as follows

	2012	2011
Equity type assets	8.00%	8.50%
Bond type assets	5.50%	5.40%
Property	n/a	8.00%
Cash	0.50%	0.50%
Overall for scheme	6.93%	7.20%

	2012 £	2011 £	2010 £
Movement in deficit during the year:			
Deficit in the scheme at start of year	(2,545,000)	(1,982,000)	(1,568,000)
Current service costs	(185,000)	(268,000)	(168,000)
Contributions	203,000	229,000	222,000
Other finance costs	(66,000)	(34,000)	(46,000)
Gain on curtailments	521,000	-	-
Actuarial gains / (losses)	192,000	(490,000)	(422,000)
Deficit in scheme at end of year	<u>(1,880,000)</u>	<u>(2,545,000)</u>	<u>(1,982,000)</u>

Reconciliation of opening and closing balances of the fair value of scheme assets.	2012 £	2011 £
Fair value of scheme assets at start of year	4,466,000	4,023,000
Expected return on scheme assets	315,000	294,000
Actuarial (losses) / gains	(18,000)	40,000
Contributions by the company	203,000	229,000
Contributions by scheme participants	71,000	83,000
Benefits paid and death in service insurance premiums	(129,000)	(203,000)
Fair value of scheme assets at end of year	<u>4,908,000</u>	<u>4,466,000</u>

The actual return on the scheme assets over the year ended 30 June 2012 was £297,000

Reconciliation of opening and closing balances of the present value of scheme liabilities.	2012 £	2011 £
Scheme liabilities at start of year	7,011,000	6,005,000
Current service cost	185,000	268,000
Interest cost	381,000	328,000
Contributions by scheme participants	71,000	83,000
Actuarial (gains) / losses	(210,000)	530,000
Benefits paid and death in service insurance premiums	(129,000)	(203,000)
Gains on curtailments	(521,000)	-
Scheme liabilities at the end of year	<u>6,788,000</u>	<u>7,011,000</u>

Notes (continued)

16 PENSION COMMITMENTS (continued)

Analysis of other pension costs charged to operating profit

	2012 £	2011 £
Current service cost	185,000	268,000
Interest cost	381,000	328,000
Expected return on scheme assets	(315,000)	(294,000)
Gains on curtailments	(521,000)	-
Total (income) / expense recognised in profit and loss	<u>(270,000)</u>	<u>302,000</u>

Analysis of the amount recognised in statement of total recognised gains and losses (STRGL)

	2012 £	2011 £
Actual return less expected return on pension scheme assets	(18,000)	40,000
Experience gains and (losses) arising on the scheme liabilities	415,000	(892,000)
Changes in assumptions underlying the present value of the scheme liabilities	(205,000)	362,000
Actuarial gain / (loss) recognised in STRGL	<u>192,000</u>	<u>(490,000)</u>

The cumulative amount of actuarial gains and losses recognised in the statement of total recognised gains and losses since adoption of FRS17 is a loss of £2,315,000

Amounts for previous years

	2012 £	2011 £	2010 £	2009 £	2008 £
Fair value of scheme assets	4,908,000	4,466,000	4,023,000	3,221,000	3,801,000
Present value of scheme liabilities	<u>6,788,000</u>	<u>7,011,000</u>	<u>6,005,000</u>	<u>4,789,000</u>	<u>5,133,000</u>
Deficit in scheme	<u>(1,880,000)</u>	<u>(2,545,000)</u>	<u>(1,982,000)</u>	<u>(1,568,000)</u>	<u>(1,332,000)</u>
Experience adjustment on scheme assets	(18,000)	40,000	388,000	(943,000)	(626,000)
Experience adjustment on scheme liabilities	415,000	(892,000)	133,000	(10,000)	53,000

The best estimate of contributions expected to be paid by the company to the scheme during the financial year ending 30 June 2013 is £223,000

Defined contribution scheme

The group also operates a defined contribution scheme. Total contributions to the defined contribution scheme amounted to £101,438, (2011 £88,819). No payments were outstanding at 30 June 2012 (2011 £nil).

Notes (continued)

17 PROVISIONS FOR LIABILITIES AND CHARGES

Deferred taxation

Arising on timing differences

	£
At 1 July 2011	(67,080)
Profit and loss account	<u>67,080</u>
At 30 June 2012	<u>-</u>

The deferred tax asset was held within debtors falling due within one year

18 CALLED UP SHARE CAPITAL

	2012 £	2011 £
Called up, allotted and nil paid	-	-
72 ordinary shares of 5 pence each	<u>-</u>	<u>-</u>
Authorised 100 ordinary shares of 5 pence each	<u>5</u>	<u>5</u>

19 PROFIT AND LOSS ACCOUNT

	Group £	Company £
At 1 July 2011	(528,346)	(1,574,347)
Profit for the financial year	<u>166,986</u>	<u>122,588</u>
	(361,360)	(1,451,759)
Actuarial gain recognised	192,000	192,000
Deferred tax arising on actuarial gain	<u>(38,400)</u>	<u>(38,400)</u>
At 30 June 2012	<u>(207,760)</u>	<u>(1,298,159)</u>

Notes (continued)

20. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' DEFICIT

	2012 £	2011 £
The Group		
Opening shareholders' deficit	(528,346)	(331,014)
Profit for the financial year	166,986	194,668
Actuarial profit / (loss) on company pension scheme	153,600	(392,000)
Closing shareholders' deficit	<u>(207,760)</u>	<u>(528,346)</u>

21 RECONCILIATION OF OPERATING LOSS TO NET CASH (OUTFLOW) / INFLOW FROM OPERATING ACTIVITIES

	2012 £	2011 £
Group operating loss	(55,288)	(131,337)
Depreciation	69,225	79,134
Goodwill amortisation	(35,142)	(35,142)
Decrease in debtors	5,841,859	1,741,784
Gain on curtailment of pension scheme	(521,000)	-
Increase in creditors and deferred income	(6,551,511)	14,385,066
Net cash (outflow) / inflow from operating activities	<u>(1,251,857)</u>	<u>16,039,505</u>

22. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	2012 £	2011 £
Returns on investments and servicing of finance		
Interest receivable and other similar income	403,557	403,810
Interest paid	(278)	(1,796)
Net cash inflow from returns on investments and servicing of finance	<u>403,279</u>	<u>402,014</u>
Net cash outflow from capital expenditure and financial investment		
Payments to acquire tangible fixed assets	(1,410,275)	(94,643)
Net cash outflow from capital expenditure and financial investment	<u>(1,410,275)</u>	<u>(94,643)</u>

Notes (continued)

23. FINANCIAL COMMITMENTS

Capital commitments

At 30 June 2012, the first two phases of the development and implementation of the new Platform for the FL Interactive network had been completed. The cost of completion for the remaining phase is £1,264,659.

Operating lease commitments

At 30 June 2012, the Group was committed to making the following payments during the next year in respect of operating leases:

The Group and Company	2012	2012	2011	2011
	Land and buildings £	Other £	Land and buildings £	Other £
Leases which expire				
Within one year	73,000	7,407	73,000	7,048
In between two and five years	114,282	20,298	62,754	26,954
In more than five years	-	-	51,528	-
	<u>187,282</u>	<u>27,705</u>	<u>187,282</u>	<u>34,002</u>

24. RELATED PARTY TRANSACTIONS

By the company's nature and in accordance with its rules, The Football League enters into transactions in the normal course of business with its Member Clubs. Payments made to the Football League Member Clubs are included in external charges.

Where contracts are entered into by The Football League that relate to both on line and off line inventory the income relating to the on line rights is paid to FL Interactive. That amounted to £5,401,543 for the year ended 30 June 2012 (2011 £5,359,924). The company also receives monies from FL Interactive in accordance with the terms of the rights agreement of December 2000 amounting to £1,163,251 (2011 £1,087,309). At the year end an amount of £471,669 was payable to the company by FL Interactive (2011 £239,745) and an amount of £118,660 was payable by the company to FL Interactive (2011 £48,471).

The company made a contribution to The Football League Trust's overheads amounting to £541,189 (2011 £583,009). At the year end an amount of £40,958 was payable by the company to The Football League Trust (2011 £75,989). In addition during the year The Football League Trust repaid in full the loan of £1,039,874 that had been made to it by the company in the previous financial year.

All other transactions requiring disclosure under the requirements of Financial Reporting Standard 8 Related party disclosures are shown in note 12.

25. FINANCIAL INSTRUMENTS

The group's financial instruments comprise cash and liquid resources, balances with group undertakings, and various items such as trade debtors, trade creditors etc, that arise directly from its operations.

It is, and has been throughout the period under review, the company's policy that no trading in financial instruments shall be undertaken.

The main risks arising from the company's financial instruments are foreign currency risk. The Board reviews and agrees policies for managing each of these risks and they are summarised below.

The company's transactions are sterling denominated other than those relating to the sale of overseas broadcast rights which are denominated in US dollars. The company has entered into forward hedging agreements totalling US\$33 million in respect of its contracts that are expressed in US dollars. Those transactions are traded at pre-determined rates between August 2012 and December 2013.

Five Year Review
Year ended 30 June 2012

	2012 £	2011 £	2010 £	2009 £	2008 £
Profit and loss account					
Group turnover	137,191,520	137,991,698	135,577,796	80,934,677	71,981,230
Group operating loss	(55,288)	(131,337)	(103,279)	(730,417)	(1,162,550)
Net interest receivable	383,085	431,191	230,041	886,951	1,530,738
Profit before tax	329,126	287,613	77,580	98,216	383,122
Profit for the financial year	166,986	194,668	71,937	171,984	309,984
Balance sheet					
Intangible assets	(175,705)	(210,847)	(245,989)	(281,131)	(316,273)
Tangible fixed assets	1,514,359	173,309	157,800	107,618	150,553
Fixed asset investments	145,771	78,676	56,917	60,344	71,662
Debtors	8,678,844	14,607,977	16,253,654	21,214,381	13,220,223
Cash at bank and in hand	38,035,865	40,456,277	24,110,696	19,107,426	39,656,436
Creditors amounts falling due within one year	(39,102,894)	(36,633,276)	(33,706,550)	(27,085,368)	(33,605,451)
Creditors amounts falling due after more than one year	(7,800,000)	(16,964,462)	(5,391,762)	(11,954,121)	(18,156,395)
Net assets excluding pension liability	1,296,240	1,507,654	1,234,766	1,169,149	1,020,755
Pension liability	(1,504,000)	(2,036,000)	(1,565,780)	(1,238,720)	(1,065,600)
Net liabilities	(207,760)	(528,346)	(331,014)	(69,571)	(44,845)