

### Registration number 48409

The Blackpool Football Club Limited

Directors' report and financial statements

for the year ended 31 May 2004



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### Company information

Directors Mr K S Oyston

Mr O J Oyston

Mrs V Oyston

Mr G Warburton

Mr C B Muir, OBE

Mr P B Smith

Mr P J Whitehead

Wife of Mr O J Oyston

(Resigned 22 March 2004) (Resigned 3 September 2003)

Secretary

Mr Roderick Dyer

Company number

48409

Registered office

Bloomfield Road

Blackpool FY1 6JJ

Auditors

A I 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

Bankers

HSBC Bank Plc

Oxford Square Blackpool FY4 4YH



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## Directors' report for the year ended 31 May 2004

The directors present their report and the financial statements for the year ended 31 May 2004.

### 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.

### Results and dividends

The results for the year are set out on page 5.

The directors do not recommend payment of a final dividend.

#### Directors and their interests

The directors who served during the year and their interests in the parent company, the Blackpool Football Club (Properties) Limited are as stated below:

	Ordinary share	
	2004	2003
Mr K S Oyston	25	25
Mr O J Oyston	1,604,694	1,604,694
Mrs V Oyston	1,955	1,955
Mr G Warburton	25	25
Mr C B Muir, OBE (Resigned 22 March 2004)	25	25
Mr P B Smith (Resigned 3 September 2003)	-	-
Mr P J Whitehead	-	-

None of the directors held any shares 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 £594 to charities.

### **Directors' Responsibilities**

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



## Directors' report for the year ended 31 May 2004

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **Auditors**

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that A I Cherry Limited be reappointed as auditors of the company will be put to the Annual General Meeting.

This report was approved by the Board on 17 January 2005 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 2004 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 historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, 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 members 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 members as a body, for our audit work, for this report, or for the opinions we have formed.

### Respective responsibilities of directors and auditors

As described in the statement of directors' responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the revised financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 if, in our opinion, the directors' report is not consistent with the financial statements, if 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 transactions with the company 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 United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

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



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

### Fundamental uncertainty

In forming our opinion, we have considered the adequacy of the disclosures made in the financial statements concerning the need for continued funding from the parent company remaining available. The financial statements have been prepared on the going concern basis, the validity of which depends on future funding being available. The financial statements do not include any adjustments that would result from a failure to obtain funding. Details of the circumstances relating to this fundamental uncertainty are described in note 1. Our opinion is not qualified in this respect.

### Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 May 2004 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

A I Cherry Limited

Chartered Accountants and

Registered Auditors 26 Winckley Square

Preston PR1-3JJ

Date: 17 January 2005



# Profit and loss account for the year ended 31 May 2004

### **Continuing operations**

		2004	2003
	Notes	£	£
Turnover	2	4,656,181	4,251,156
Cost of sales		(927,689)	(856,616)
Gross profit		3,728,492	3,394,540
Administrative expenses Other operating income		(3,533,628)	(3,649,393) 10,170
Operating profit/(loss) before players' transfer fees	3	194,864	(244,683)
Players transfer fees	6	81,682	7,817
Profit/(loss) on ordinary activities before interest		276,546	(236,866)
Other interest receivable and similar income	4	1,656	3,673
Interest payable and similar charges	5	(1,355)	(7,732)
Retained profit/(loss) for the year		276,847	(240,925)
Accumulated loss brought forward		(4,888,765)	(4,647,840)
Accumulated loss carried forward		(4,611,918)	(4,888,765)

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 2004

		20	004	20	003
	Notes	£	£	£	£
Fixed Assets					
Intangible assets	8		2,083		68,411
Tangible assets	9		59,364		85,234
			61,447		153,645
Current Assets					
Stocks	10	53,755		63,159	
Debtors	11	393,822		288,949	
Cash at bank and in hand		123,098		344,571	
		570,675		696,679	
Creditors: amounts falling					
due within one year	12	(5,144,031)		(5,599,080)	
Net Current liabilities			(4,573,356)		(4,902,401)
Total Assets Less Current			<del></del>		
Liabilities			(4,511,909)		(4,748,756)
Creditors: amounts falling due					
after more than one year	13				(40,000)
Deficiency of assets			(4,511,909)		(4,788,756)
Capital and Reserves					
Called up share capital	14		30,000		30,000
Share premium account	15		67,674		67,674
Other reserves	15		2,335		2,335
Profit and loss account	15		(4,611,918)		(4,888,765)
Equity shareholders' funds	16		(4,511,909)		(4,788,756)
•					

The financial statements were approved by the Board on 17 January 2005 and signed on its behalf by

Mr K S Oyston

Director



# Cash flow statement for the year ended 31 May 2004

	Notes	2004 £	2003 £
Reconciliation of operating profit/(loss) to net			
cash outflow from operating activities			
Operating loss /(profit)		276,546	(236,866)
Amortisation of player's transfer fees		66,329	72,933
Depreciation of tangible fixed assets		31,904	31,771
Decrease in stocks		9,404	(37,765)
Decrease / (Increase) in debtors		(104,873)	712,695
Increase / (Decrease) in creditors		(455,051)	71,299
Net cash inflow / (outflow) from operating activities		(175,741)	614,067
Cash flow statement			
Net cash inflow / (outflow) from operating activities		(175,741)	614,067
Returns on investments and servicing of finance	21	301	(4,059)
Capital expenditure	21	(6,033)	(27,364)
		(181,473)	582,644
Financing	21	(40,000)	(40,000)
Increase / (Decrease) in cash in the year		(221,473)	542,644
Reconciliation of net cash flow to movement in net for	unds (Note 22)		
Increase/(Decrease) in cash in the year		(221,473)	542,644
Cash inflow from decrease in debts and lease financing		40,000	40,000
Change in net funds resulting from cash flows		(181,473)	582,644
Net funds at 1 June 2003		264,571	(318,073)
Net funds at 31 May 2004		83,098	264,571

### 1. Accounting policies

### 1.1. Accounting convention

The financial statements are prepared under the historical cost convention.

### 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

#### 1.4. Stock

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

#### 1.5. Deferred taxation

Provision is made for deferred taxation using the full provision method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the directors consider that there are sufficient taxable losses to cover potential taxable profits.

### 1.6. Going concern

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

### 1.7. Players' contracts

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

#### 1.8. Grants receivable

Football Association and Football Trust grants are recognised in the profit and loss account so as to match them with the 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 £9,186 (2003: £12,701).

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Operating profit/(loss) is stated after charging:   Depreciation and other amounts written off intangible assets   31,904   31,771     Operating lease rentals   17,584   18,854     Auditors' remuneration   7,650   8,000     Auditors' remuneration from non-audit work   2,872   290     and after crediting:   Profit on disposal of intangible fixed assets   -     Donations from Development Association   137,100   138,000     4. Interest receivable and similar income   2004   £ £ £     Bank interest   1,656   3,673     5. Interest payable and similar charges   2004   2003     E	3.	Operating profit/(loss)	2004 £	2003 £
Depreciation and other amounts written off intangible assets   36,328   72,933     Depreciation and other amounts written off tangible assets   31,904   31,771     Operating lease rentals   - Plant and machinery   17,584   18,854     Auditors' remuneration   7,650   8,000     Auditors' remuneration from non-audit work   2,872   290     and after crediting:   Profit on disposal of intangible fixed assets   -     Donations from Development Association   411,377   356,950     Grants receivable   137,100   138,000     4. Interest receivable and similar income   2004   £ £     Bank interest   1,656   3,673     5. Interest payable and similar charges   2004   2003     £ £ £   £     On bank loans and overdrafts   1,355   7,732     6. Players' transfer fees   2004   £ £     Amortisation of transfer fees   2004   £ £     Amortisation of transfer fees   2004   2003     £ £ £   £ £     Amortisation of transfer fees   2004   £ £     Amortisation and from transfer fees   2004   2003     Additional transfer fees   2004   2003     Additional transfer fees received   (155,800)   (125,000)     Additional transfer fees paid   -         Transfer fee levy   7,790   44,250		Operating profit/(loss) is stated after charging:	-	-
Operating lease rentals		· · · · · · · · · · · · · · · · · · ·	66,328	72,933
- Plant and machinery		Depreciation and other amounts written off tangible assets	31,904	31,771
Auditors' remuneration		•	17,584	18,854
and after crediting: Profit on disposal of intangible fixed assets Donations from Development Association Grants receivable  4. Interest receivable and similar income  2004 E Bank interest Bank interest  1,656 Ch players' transfer fees The (credit)/charge for players' transfer fees comprises  Amortisation of transfer fees Profit on disposal of players' contracts Additional transfer fees paid Transfer fee levy  7,790  411,377 356,950 411,377 356,950 411,377 356,950 411,377 356,950 411,377 356,950 411,377 356,950 411,377 356,950 411,377 356,950 411,377 42003 £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £ £				
Profit on disposal of intangible fixed assets			2,872	290
Grants receivable         137,100         138,000           4. Interest receivable and similar income         2004         2003           £         £         £           Bank interest         1,656         3,673           5. Interest payable and similar charges         2004         2003           Con bank loans and overdrafts         1,355         7,732           6. Players' transfer fees         2004         2003         £         £           Amortisation of transfer fees         66,328         72,933         Profit on disposal of players' contracts         -         -         -         -           Additional transfer fees received         (155,800)         (125,000)         Additional transfer fees paid         -         -         -           Transfer fee levy         7,790         44,250		<del>-</del>	-	
4. Interest receivable and similar income  2004 £  Bank interest  1,656 3,673  5. Interest payable and similar charges On bank loans and overdrafts  2004 £ £ On bank loans and overdrafts  1,355 7,732  6. Players' transfer fees The (credit)/charge for players' transfer fees comprises 2004 £ £ £ Amortisation of transfer fees Amortisation of transfer fees Profit on disposal of players' contracts Additional transfer fees received Additional transfer fees paid Transfer fee levy 7,790 44,250		Donations from Development Association	411,377	356,950
Bank interest 1,656 3,673  5. Interest payable and similar charges 2004 £ £ On bank loans and overdrafts 1,355 7,732  6. Players' transfer fees The (credit)/charge for players' transfer fees comprises £ £ Amortisation of transfer fees 66,328 72,933 Profit on disposal of players' contracts Additional transfer fees received (155,800) (125,000) Additional transfer fees paid 7,790 44,250		Grants receivable	<u>137,100</u>	138,000
Bank interest 1,656 3,673  5. Interest payable and similar charges 2004 £ £ On bank loans and overdrafts 1,355 7,732  6. Players' transfer fees  The (credit)/charge for players' transfer fees comprises £ £ Amortisation of transfer fees 66,328 72,933 Profit on disposal of players' contracts Additional transfer fees received (155,800) (125,000) Additional transfer fees paid	4.	Interest receivable and similar income		
5. Interest payable and similar charges On bank loans and overdrafts  6. Players' transfer fees The (credit)/charge for players' transfer fees comprises Amortisation of transfer fees Profit on disposal of players' contracts Additional transfer fees received Additional transfer fees paid Transfer fee levy  2004 2003 £ £ £  (155,800) (125,000) Additional transfer fees paid Transfer fee levy  7,790 44,250			£	£
Con bank loans and overdrafts  1,355 7,732  6. Players' transfer fees  The (credit)/charge for players' transfer fees comprises  2004 £ £ £  Amortisation of transfer fees Amortisation of transfer fees Profit on disposal of players' contracts Additional transfer fees received Additional transfer fees paid Transfer fee levy  7,790  44,250		Bank interest	1,656	3,673
On bank loans and overdrafts  1,355 7,732  6. Players' transfer fees  The (credit)/charge for players' transfer fees comprises  2004 £ £  Amortisation of transfer fees Profit on disposal of players' contracts Additional transfer fees received Additional transfer fees paid Transfer fee levy  7,790 44,250	5.	Interest payable and similar charges		
The (credit)/charge for players' transfer fees comprises  £  Amortisation of transfer fees  Additional transfer fees received  Additional transfer fees paid  Transfer fee levy  2004  £  £  A003  £  £  (1203)  £  £  (125,000)  (125,000)  (125,000)  (125,000)  (125,000)		On bank loans and overdrafts		
Amortisation of transfer fees 66,328 72,933  Profit on disposal of players' contracts  Additional transfer fees received (155,800) (125,000)  Additional transfer fees paid	6.	Players' transfer fees		
Profit on disposal of players' contracts  Additional transfer fees received (155,800) (125,000)  Additional transfer fees paid		The (credit)/charge for players' transfer fees comprises		
Additional transfer fees received Additional transfer fees paid Transfer fee levy  (155,800)  (125,000)  -  7,790  44,250			66,328	72,933
Transfer fee levy 7,790 44,250		Additional transfer fees received	(155,800)	(125,000)
(81,682) (7,817)		•	7,790	44,250
			(81,682)	(7,817)

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### 7. Employees

### Number of employees

Number of employees		
The average monthly numbers of employees (including the directors) during the year were:	2004	2003
Footballers, coaches and managers	44	42
Administrative staff	35	34
Catering staff	13	13
	92	89
Employment costs	2004	2003
	£	£
Wages and salaries	2,249,823	2,448,238
Social security costs	224,077	240,258
Other pension costs	9,943	10,010
	2,483,843	2,698,506

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8.	Intangible fixed assets		Players' Contracts	Total £
	Cost			
	At 1 June 2003 Disposals		706,600 (519,600)	706,600 (519,600)
	At 31 May 2004		187,000	187,000
	Provision for diminution in value		<u>`</u>	
	At 1 June 2003		638,189	638,189
	On disposals Charge for year		(519,600) 66,328	(519,600) 66,328
	At 31 May 2004		184,917	184,917
	Net book values At 31 May 2004		2,083	2,083
	At 31 May 2003		68,411	68,411
	70. 11. ft 1. d	Comment	Catering	
9.	Tangible fixed assets	Computer equipment	equipment plant and machinery	Total
		£	£	£
	Cost At 1 June 2003 Additions	99,792 -	178,408 6,033	278,200 6,033
	At 31 May 2004	99,792	184,441	284,233
	Depreciation			
	At 1 June 2003	94,759	98,206	192,965
	Charge for the year	3,518	28,386	31,904
	At 31 May 2004	98,277	126,592	224,869
	Net book values At 31 May 2004	1,515	57,849	59,364
	At 31 May 2003	5,033	80,202	85,235
	•		-	



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10.	Stocks	2004 £	2003 £
	Catering and bar stocks	13,619	14,173
	Souvenir shop stock	40,136	48,986
		53,755	63,159
11.	Debtors	2004 €	2003 £
	Trade debtors	250,297	217,948
	Other debtors	4,526	2,639
	Prepayments and accrued income	138,999	68,362
		393,822	288,949

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12.	Creditors: amounts falling due within one year	2004 £	2003 £
	Secured loan from Blackpool Borough Council	40,000	40,000
	Trade creditors	163,125	232,559
	Amounts owed to group undertaking	3,931,716	4,057,989
	Other taxes and social security costs	185,098	304,725
	Directors' accounts and unsecured loans	414,637	419,637
	Other creditors	4,374	12,979
	Accruals and deferred income	405,081	531,191
		5,144,031	5,599,080

As at 31 May 2004 HSBC Plc held the benefit of an unlimited guarantee over the parent undertaking, The Blackpool Football Club Properties Limited.

At 31 May 2003 HSBC Plc also held the benefit of a debenture dated 12 August 2002.

The amount owed to group undertaking represents the amount due to the parent, The Blackpool Football Club (Properties) Limited. The maximum balance outstanding on the loan was £4,057,989

Directors' accounts and unsecured loans includes £400,137 (2003:£400,137) owed to the director, Mr O J Oyston. The maximum balance owed to Mr Oyston was £400,137.

The unsecured loans are interest free and repayable on demand.



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13.	Creditors: amounts falling due after more than one year	2004 £	2003 £
	Blackpool Borough Council	<del>-</del>	40,000

The original loan from Blackpool Borough Council was for a period of 10 years from 2 July 1990. After the expiry of the 10 year period on 2 July 2000, it was rescheduled to be repaid in 4 equal instalments of £40,000 per annum, commencing on 16 October 2001. It is secured by way of a legal charge over the group's freehold and leasehold properties, apart from the land on the Tangerine Club site on the south side of Bloomfield Road, book and other debts and by way of a floating charge over the assets and undertakings of the group. Interest is chargeable at 3% above base rate on the outstanding amount except for the first £80,000, which is interest free. Interest is also charged if the company defaults on the repayment arrangements. No interest is charged by Blackpool Borough Council where the group's bank balance and cash are less than £80,000.

14.	Share capital			2004 £	2003 €
	Authorised equity				
	30,000 Ordinary shares of £1 each			30,000	30,000
	Allotted, called up and fully paid equity				
	30,000 Ordinary shares of 1 each			30,000	30,000
15.	Equity Reserves	Share premium account £	Profit and loss account	Capital redemption reserve	Total £
	At 1 June 2003 Retained profit/(loss) for the year	67,674 -	(4,888,765) 276,847	2,335	(4,818,756) 276,847
	At 31 May 2004	67,674	(4,611,918)	2,335	(4,541,909)

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16.	Reconciliation of movements in shareholders' funds	2004 £	2003 £
	Profit/(loss) for the year	276,847	(240,925)
	Opening shareholders' funds	(4,788,756)	(4,547,831)
	Closing shareholders' funds	(4,511,909)	(4,788,756)

### 17. Transactions with directors

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

	Amount owing		Maximum	
	2004	2003	in year	
	£	£	£	
Mr K S Oyston	4,526	2,233	6,389	

### 18. Commitments under operating leases and guarantees.

At 31 May 2004 the company had annual commitments under non-cancellable operating leases as follows:

	Oth	Other	
	2004	2003 £	
	£		
Expiry date:			
Within one year	6,919	5,348	
Between one and five years	10,296	21,391	
	17,215	26,739	



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19.	Related party transactions	2004	2003
	- · ·	£	£

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

**Natfarm Limited** 

Catering income	246	5,213
Denwis Limited	1,359	
Oyston Steel Estates Limited	3,286	

Protoplan Limited 100,000

From April 2002 Denwis Limited occupied an office in the football stadium for a fee of £5,000 per annum.

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

Denwis Limited	1,359	
Natfarm Limited	8,696	8,450
Oyston Steel Estates Limited	3,286	

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

Denwis Limited 658

The director, Mr O J Oyston is also a director and majority shareholder of Protoplan Limited and Natfarm Limited and a director and shareholder of Denwis Limited and Oyston Steel Estates Limited.

### 20. Ultimate parent undertaking

The company is a subsidiary of The Blackpool Football Club (Properties) Limited, a company incorporated in England & Wales, which held 95.3% (2003: 95.3%) of the issued share capital of the Company at 31 May 2004. The Blackpool Football Club (Properties) Limited is controlled by the director, Mr O J Oyston.



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### 21. Gross cash flows

22.

		2004 £	2003 £
Returns on investments and servicing of finance			
Interest received		1,656	3,673
Interest paid		(1,355)	(7,732)
		301	(4,059)
Capital expenditure			
Payments to acquire intangible assets			(10,000)
Payments to acquire tangible assets		(6,033)	(17,364)
		(6,033)	(27,364)
Financing			
Repayment of other long term loans		(40,000)	(40,000)
Analysis of changes in net funds			
	Opening	Cash	Closing
	balance	flows	balance
	£	£	£
Cash at bank and in hand	344,571	(221,473)	123,098
Debt due within one year	(40,000)	-	(40,000)
Debt due after one year	(40,000)	40,000	-
	(80,000)	40,000	(40,000)
Net (debt) / funds	264,571	(181,473)	83,098

The cashflow statement for the year ended 31 May 2004 has been amended only to include amortisation on player's transfer fees, the comparative figures have also been amended. Transfer fees paid are now under capital expenditure in the cashflow statement and transfer fees received are included in operating profit.