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Registration number 48409

The Blackpool Football Club Limited

Directors' report and financial statements

for the year ended 31 May 2009

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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

Mr N Malnacs

Wife of Mr O J Oyston

Resigned 28 August 2008

Appointed 12 November 2009

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

HSBC Bank plc Oxford Square Blackpool FY4 4YH



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Directors' report for the year ended 31 May 2009

The directors present their report and the financial statements for the year ended 31 May 2009

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

Business review

Last season was the club's second season in the championship, the second tier of the English professional football league. The club by finishing 16th in the league again maintained its Championship status for the following season.

In both the FA Cup and the Carling Cup the club lost in their first round matches, to Macclesfield in the Carling Cup and Torquay in the FA Cup, and was not able to repeat the good cup revenues of the previous season

A reduction in the solidarity payments from the Premier League and reductions in shop sales and bar and food sales were offset by the transfer fees received for W Hoolahan and K Gorkks Turnover was down by £299,000 on the previous year There were also significant increases in players and loan players wages of £988,000 to help maintain competitiveness at the higher level and league status

This led to significant football related losses 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 however with turnover expected to increase because of the increased television deals from further 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 £1,164,503 (2008 £357,474)



Directors' report for the year ended 31 May 2009

continued

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	31/05/09	01/06/08 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	-	-
Mr N Malnacs	Appointed 12 November 2009	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 Donations

During the year the company contributed £600 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 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.



Directors' report for the year ended 31 May 2009

continued

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 are deemed to be reappointed in accordance with Section 487(2) of the Companies Act 2006

This report was approved by the Board on 18 February 2010 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 2009 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 495 of the Companies Act 2006 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 2006. 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 2009 and of its loss for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 2006, and
- the information given in the Directors' Report is consistent with the financial statements

Anthony lan Cherry (Senior Statutory Auditor)

For and on behalf of 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 2009

Continuing operations

		2009	2008
	Notes	£	£
Turnover	2	6,932,727	7,232,054
Cost of sales		(970,818)	(1,138,884)
Gross profit		5,961,909	6,093,170
Administrative expenses		(7,172,136)	(6,230,414)
Operating loss before players' transfer fees	3	(1,210,227)	(137,244)
Players' transfer fees	4	20,662	(275,184)
Loss on ordinary		(1.180.5(5)	(410, 408)
activities before interest		(1,189,565)	(412,428)
Other interest receivable and			4
similar income	5	31,026	60,144
Interest payable and similar charges	6	(5,964)	(5,190)
Loss on ordinary activities before taxation		(1,164,503)	(357,474)
Tax on loss on ordinary activities		-	-
Loss for the year	15	(1,164,503)	(357,474)

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 2009

		20	09	20	08
	Notes	£	£	£	£
Fixed assets					
Intangible assets	8		321,322		319,309
Tangible assets	9		153,826		109,921
			475,148		429,230
Current assets					
Stocks	10	58,682		66,496	
Debtors	11	421,237		518,069	
Cash at bank and in hand		429,691		1,309,628	
		909,610		1,894,193	
Creditors: amounts falling					
due within one year	12	(3,654,055)		(3,064,604)	
Net current liabilities			(2,744,445)		(1,170,411)
Total assets less current					
liabilities			(2,269,297)		(741,181)
Creditors: amounts falling due					
after more than one year	13		(3,074,851)		(3,438,464)
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		(7,244,157)		(6,079,654)
Shareholders' funds	16		(5,344,148)		(4,179,645)
			(2,269,297)		(741,181)

The financial statements were approved by the Board on 18 February 2010 and signed on its behalf by

Mr K S Oyston

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 2009

		2009	2008
	Notes	£	£
Reconciliation of operating loss to net			
cash outflow from operating activities			
Operating loss		(1,189,565)	(412,428)
Amortisation of players transfer fees		387,988	282,834
Depreciation		53,205	37,747
(Increase)/Decrease in stocks		7,814	(23,566)
Decrease in debtors		96,832	408,387
Increase/(Decrease) in creditors		175,746	(362,073)
Net cash outflow from operating activities		(467,980) =====	(69,099)
Cash flow statement			
Net cash outflow from operating activities		(467,980)	(69,099)
Returns on investments and servicing of finance	21	25,062	54,954
Capital expenditure	21	(487,111)	(556,098)
Decrease in cash in the year		(930,029)	(570,243)
Reconciliation of net cash flow to movement in net f	unds (Note 22)		
Decrease in cash in the year		(930,029)	(570,243)
Cash outflow from decrease in debts and lease financing	g	· , , ,	•
Repayment of/(New) finance leases and hire purchase c	ontracts	9,297	(33,142)
Movement in net funds in the year		(920,732)	(603,385)
Net funds at 1 June 2008		1,118,188	1,721,573
Net funds at 31 May 2009		197,456	1,118,188

Notes to the financial statements for the year ended 31 May 2009

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

- 25% 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 2009

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 and VB Football Assets Limited has confirmed that it will make available all sufficient financial resources to support the ongoing activities of the company VB Football Assets Limited owns 20% of the issued share capital of the company and is owned and controlled by the director Mr V Belokon

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 £11,233 (2008 Nil)

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Notes to the financial statements for the year ended 31 May 2009

continued

3.	Operating loss	2009	2008
		£	£
	Operating loss is stated after charging		
	Depreciation and other amounts written off intangible assets	387,988	282,834
	Depreciation and other amounts written off tangible assets	53,205	37,747
	Operating lease rentals		
	- Plant and machinery	5,986	4,981
	Auditors' remuneration	8,551	8,781
	Auditors' remuneration from non-audit work	5,526	4,115
	and after crediting		
	Donations from Development Association	415,894	376,921
	Grants receivable	140,500	58,575
4.	Players' transfer fees		
	The (credit)/charge for players' transfer fees comprises	2009	2008
	The (eledity, enarge for players transfer fees comprises	£	£
	Amortisation of transfer fees	387,988	282,834
	Additional transfer fees received	(457,000)	(35,000)
	Transfer fee levy	48,350	27,350
		(20,662)	275,184
5.	Interest receivable and similar income	2009	2008
3.	interest receivable and similar income	£	£
		~	~
	Bank interest	31,026	60,144
6	Interest payable and similar shawes	2009	2008
6.	Interest payable and similar charges	2009 £	2008 £
	Interest payable on loans < 1 yr	1 261	x 21
	Hire purchase interest	5,703	5,169
	The parentae interest		
		5,964	5,190
			====



Notes to the financial statements for the year ended 31 May 2009

continued

7. Employees

Number of employees The average monthly numbers of employees (including the directors) during the year were	2009	2008
Footballers, coaches and managers	43	37
Administrative staff	25	25
Catering staff	40	40
	108	102
Employment costs	2009	2008
	£	£
Wages and salaries	5,183,495	4,308,344
Social security costs	480,457	515,079
Other Pension costs	3,432	3,146
	5,667,384	4,826,569

8. Intangible fixed assets

	Players'	
	Contracts	Total
	£	£
Cost		
At 1 June 2008	671,501	671,501
Additions	390,000	390,000
Disposals	(67,500)	(67,500)
At 31 May 2009	994,001	994,001
Amortisation		
At 1 June 2008	352,191	352,191
On disposals	(67,500)	(67,500)
Charge for year	387,988	387,988
At 31 May 2009	672,679	672,679
Net book values		-
At 31 May 2009	321,322	321,322
At 31 May 2008	319,310	319,310

The disposal included in intangibles relates to the sale of W Hoolahan The transfer fee in respect of the player is included in transfer fees received in the profit and loss account



Notes to the financial statements for the year ended 31 May 2009

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continued

			Fixtures,		
9.	Tangible fixed assets		fittings and equipment	Motor Vehicles £	Total £
	Cost	-	-		-
	At 1 June 2008	99,792	249,455	85,580	434,827
	Additions	,	97,110	-	97,110
	At 31 May 2009	99,792	346,565	85,580	531,937
	Depreciation				
	At 1 June 2008	99,792	188,260	36,854	324,906
	Charge for the year		24,678	28,527	53,205
	At 31 May 2009	99,792	212,938	65,381	378,111
	Net book values				
	At 31 May 2009		133,627	20,199	153,826
	At 31 May 2008	 ,	61,195	48,726	109,921
		****	<u> </u>		

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

		20	009	20	08
	Asset description	Net book value £	Depreciation charge	Net book value £	Depreciation charge £
	Motor Vehicles	20,199	28,527	48,726	25,952
10.	Stocks			2009 £	2008 £
	Raw materials and consumables Finished goods and goods for resale			19,719 38,963 58,682	42,718



Notes to the financial statements for the year ended 31 May 2009

continued

11.	Debtors	2009	2008
		£	£
	Trade debtors	302,393	369,332
	Other debtors	42,522	65,487
	Prepayments and accrued income	76,322	83,250
		421,237	518,069

Included in other debtors is £42,523 (2008 £30,321) owed by the director Mr K Oyston The maximum balance owed by Mr K Oyston during the year was £42,523 The loan is unsecured, interest free and repayable on demand

12.	Creditors: amounts falling due within one year	2009 £	2008 £
	Bank overdraft	183,577	133,485
	Net obligations under finance leases		
	and hire purchase contracts	15,000	15,000
	Trade creditors	677,555	562,386
	Amounts owed to group undertaking	435,214	422,839
	Other taxes and social security costs	604,244	676,371
	Directors' accounts	100,000	-
	Other creditors	627,463	33,657
	Accruals and deferred income	1,011,002	1,220,866
		3,654,055	3,064,604
			=====

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 total amount due to the parent company as at 31 May 2009 was £3,081,270 (2008 £3,423,212) of which £2,646,056 is due after more than one year and is disclosed in note 13. An agreement has been reached to repay Segesta Limited all monies received from the occupiers of north west parts of the stadium less a 10% administration fee. The loan is unsecured and interest free. The maximum balance outstanding during the year was £3,423,212.

The company does not have a bank overdraft facility. The bank is overdrawn at the year end as a result of the company writing cheques but not presenting them to the recipients

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Notes to the financial statements for the year ended 31 May 2009

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13.	Creditors: amounts falling due after more than one year	2009 £	2008 £
	Amounts owed to group undertakings	2,646,056	3,000,373
	Directors accounts and unsecured loans	395,136	395,136
	Net obligations under finance leases		
	and hire purchase contracts	33,658	42,955
		3.074.850	3.438.464

Directors accounts and unsecured loans includes £395,136 (2008 £395,136) owed to the director Mr O J Oyston The maximum balance owed to Mr Oyston was £495,136

During the year Mr O J Oyston made an additional loan of £100,000 which is included in note 12 above

O J Oyston has indicated that he will not seek repayment of the loan within the forthcoming year

14.	Share capital			2009 £	2008 £
	Authorised 37,500 Ordinary shares of 1 each			37,500	37,500
	Alloted, called up and fully paid 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 2008 Loss for the year	1,860,174	(6,079,654) (1,164,503)	2,335	(4,217,145) (1,164,503)
	At 31 May 2009	1,860,174	(7,244,157)	2,335	(5,381,648)

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The Blackpool Football Club Limited

Notes to the financial statements for the year ended 31 May 2009

continued

16.	Reconciliation of movements in shareholders' funds	2009 £	2008 £
	Loss for the year	(1,164,503)	(357,474)
	Opening shareholders' funds	(4,179,645)	(3,822,171)
	Closing shareholders' funds	(5,344,148)	(4,179,645)

17. Commitments under operating leases and guarantees

At 31 May 2009 the company had annual commitments under non-cancellable operating leases as follows

	Oth	Other	
	2009	2008	
	£	£	
Expiry date:			
Within one year	5,986	2,989	

18. Transactions with directors

Advances to directors

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

	Amoun	Amount owing		
	2009	2008 £	in year	
	£		£	
Mr K S Oyston	42,523	30,321	42,523	



Notes to the financial statements for the year ended 31 May 2009

continued

19. Related party transactions

2009	2008		
£	£		

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

Oystons Limited	-	6,349
Denwis Limited	7,861	2,943
Ridings Publishing Company Limited	19,885	629

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

Denwis Limited	4,586	3,726
Oystons Limited	-	7,170
Ridings Publishing Company Limited	3,711	-

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

Denwis Limited 2,013 46

During the year the company was charged £1,851 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 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% (2008 76 3%) of the issued share capital of the company at 31 May 2009 Segesta Limited (formerly known as The Blackpool Football Club Properties Limited) is controlled by the director Mr O J Oyston

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Notes to the financial statements for the year ended 31 May 2009

continued

21. Gross cash flows

22.

				2009 £	2008 £
	Returns on investments and servicing of fi	nance			
	Interest received			31,026	60,144
	Interest paid			(5,964)	(5,190)
	·			25.062	54.054
				25,062	54,954
	Capital expenditure				
	Payments to acquire intangible assets			(390,000)	(464,500)
	Payments to acquire tangible assets			(97,110)	(91,598)
				(487,110)	(556,098)
•	Analysis of changes in net funds	Opening balance	Cash flows	Other changes	Closing balance
		£	£	£	£
	Cash at bank and in hand	1,309,628	(879,937)		429,691
	Overdrafts	(133,485)	(50,092)		(183,577)
		1,176,143	(930,029)		246,114
	Finance leases and hire purchase contracts	(57,955)		9,297	(48,658)
	Net funds	1,118,188	(930,029)	9,297	197,456
					

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