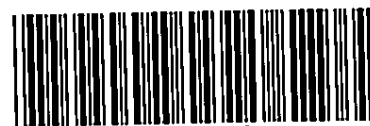


**BOLTON WANDERERS FOOTBALL &
ATHLETIC COMPANY LIMITED**

Report and Financial Statements

30 June 2009

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BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

REPORT AND FINANCIAL STATEMENTS 2009

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BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

REPORT AND FINANCIAL STATEMENTS 2009

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

E Davies
A Duckworth
P A Gartside
D McBain
P M Mulligan
G Seymour
W B Warburton

SECRETARY

P M Mulligan

REGISTERED OFFICE

Reebok Stadium
Burnden Way
Lostock
Bolton
BL6 6JW

BANKERS

Alliance & Leicester plc
298 Deansgate
Manchester
M3 4HH

SOLICITORS

Osborne Clarke
2 Temple Back East
Temple Quay
Bristol
BS1 6EG

AUDITORS

Deloitte LLP
Chartered Accountants & Registered Auditors
2 Hardman Street
Manchester
M60 2AT

FINANCIAL ADVISERS

Smith & Williamson
Portwall Place
Portwall Lane
Bristol
BS1 6NA

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 30 June 2009.

PRINCIPAL ACTIVITY AND ENHANCED BUSINESS REVIEW

The principal activity of the Company is that of a professional football club together with related commercial activities and there have been no significant changes in its activities during the year.

Once again the Football Club made changes to the playing squad with £5,079,067 of additions during the year but there were also £9,648,730 of disposals which have contributed to the net book value of intangible assets reducing to £24,801,872 as at 30 June 2009 (2008: £35,007,951). Profits of £7,814,113 (2008: £8,510,533) were made on the player transfers in the year with £4,381,745 of receipts included in debtors at the year end (2008: £4,337,000).

Turnover increased over the prior year by £1,340,354 driven by a higher league finishing position and the growth in broadcasting revenue. However the continued investment in the football playing squad resulted in increased wages and amortisation costs resulting in an increase in cost of sales (2009: £60,914,789, 2008: £56,785,057). Loss on ordinary activities before taxation increased by £5,121,415 over the prior year (2009: £13,389,093, 2008: £8,267,678)

The Board acknowledges there are risks which affect the Company and seeks to minimise these risks wherever possible. These risks are reviewed regularly through the Company's management and planning processes. The primary risk, in the core activity of football, is related to the uncertainty of on-the-field performance. Ongoing investment in the playing squad aims to reduce this performance risk but the Board acknowledges that the level of this investment must be managed within the Club's financial constraints. Other risks are recognised and managed appropriately, by internal management, through the use of professional advisers, where appropriate, and through regular meetings with the FA Premier League; these include: administration, secretarial, financial, commercial, and health and safety issues.

Key performance indicators are used to measure and evaluate Company performance and monitor various activities throughout the Company. The main key performance indicators employed in the Company are:

▪ Revenue	£52,353,032	(2008: £51,012,678)
• Profit levels		
• gross	£8,561,757 loss	(2008: £5,772,379 loss)
• net	£13,389,093 loss	(2008: £8,267,678 loss)
• Staff costs	£40,164,906	(2008: £38,305,956)
• Average Attendance levels	22,485	(2008: 20,900)
• Average ticket prices	£11.29	(2008: £13.63)
• Levels of net debt	£58,421,169	(2008: £45,128,035)

The Board monitors these on a monthly basis.

In ensuring that the Company has sufficient liquid resources to meet its liabilities as they fall due the Directors have reviewed in detail the business' cash flow projections. As disclosed in note 1, the Company's forecasts and projections, taking account of reasonably possible changes in on-pitch performance, show a shortfall in the current level of facilities. However, the Directors are currently in discussions with lenders regarding the potential securitisation of future guaranteed broadcast revenues, as is common practice for many Premier League football clubs, and further borrowings, in order to provide the Company with adequate working capital facilities.

On this basis the Directors have a reasonable expectation that the Company will have adequate resources to continue in operational existence for the foreseeable future. Accordingly they adopt the going concern basis in preparing the annual report and accounts.

RESULTS AND DISTRIBUTIONS

The Company's loss for the year before taxation was £13,389,093 (2008: £8,267,678).

No dividend can be paid.

The retained loss of £13,389,093 (2008: £8,248,678) has been withdrawn from reserves.

POST BALANCE SHEET EVENTS

Subsequent events are disclosed in note 21.

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

DIRECTORS' REPORT (continued)

DIRECTORS AND THEIR INTERESTS

The present membership of the Board is set out on page 1. All directors served throughout the year. G Warburton (dec) served as a director until 15 May 2009.

The directors who held office at 30 June 2009 had the following interests in the shares of the ultimate parent Company, Burnden Leisure plc.

	Ordinary shares of £1 each	
	2009 No.	2008 No.
D. McBain	14,755	14,755
G. Seymour	283,750	283,750

E. Davies, A. Duckworth, P.A. Gartside and W.B. Warburton are directors of the ultimate parent company, Burnden Leisure plc, and their interests are disclosed in the financial statements of that company.

The balance of directors' loans at 30 June 2009 is £333,333 (30 June 2008: £400,000).

FIXED ASSETS

At the balance sheet date, an amount of £24,801,872 (2008: £35,007,951) is carried forward in intangible fixed assets, representing the unamortised cost of players' registrations.

The directors estimate the current value of the playing squad to be approximately £66,050,000 (2008: £54,050,000).

In the opinion of the directors the book value of interests in land and buildings does not exceed the current open market value.

INFORMATION GIVEN TO AUDITORS

Each of the directors at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- the 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 Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2000.

AUDITORS

Deloitte LLP have expressed their willingness to continue in office as auditors and a resolution to re-appoint Deloitte LLP as the Company's auditor will be proposed at the forthcoming Annual General Meeting.

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

A. Duckworth
Director
20 October 2009

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual 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 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). 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 company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting 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 company's transactions and disclose with reasonable accuracy at any time the financial position of the company and 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

We have audited the financial statements of Bolton Wanderers Football and Athletic Company Limited for the year ended 30 June 2009 which comprise the Profit and Loss Account, the Statement of Recognised Gains and Losses, the Reconciliation of Movements in Shareholders' Deficit, the Balance Sheet, and the related notes 1 to 22. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) .

This report is made solely to the Company's members, as a body, in accordance with sections 495 and 496 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 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 explained more fully in the Directors' Responsibilities Statement, 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 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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2009 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

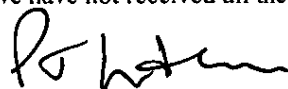
Opinion on other matter prescribed by the Companies Act 2006

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.

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, or returns adequate for our audit have not been received from branches not visited by us; or
- the 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.



Patrick Loftus
Senior Statutory Auditor
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditors
Manchester, United Kingdom
20 October 2009

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

PROFIT AND LOSS ACCOUNT Year ended 30 June 2009

	Note	30 June 2009			30 June 2008
		Operations excluding player trading	Player Trading	Total	
TURNOVER	2	52,353,032	-	52,353,032	51,012,678
Cost of sales		(48,456,977)	(12,457,812)	(60,914,789)	(56,785,057)
GROSS PROFIT/(LOSS)		3,896,055	(12,457,812)	(8,561,757)	(5,772,379)
Administrative expenses		(9,246,293)	-	(9,246,293)	(8,235,803)
OPERATING LOSS		(5,350,238)	(12,457,812)	(17,808,050)	(14,008,182)
Profit on transfer of players' registrations	3	-	7,814,113	7,814,113	8,510,533
Profit on disposal of tangible fixed assets	6	2,950	-	2,950	-
Investment income	4	497,893	-	497,893	533,079
Finance charges	5	(3,895,999)	-	(3,895,999)	(3,303,108)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	6	(8,745,394)	(4,643,699)	(13,389,093)	(8,267,678)
Tax credit on loss on ordinary activities	7	-	-	-	19,000
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION FOR THE FINANCIAL PERIOD	18	(8,745,394)	(4,643,699)	(13,389,093)	(8,248,678)

Player trading consists of the amortisation of the costs of acquiring player registrations and the profit on disposal of player registrations.

All results relate to continuing operations.

There are no recognised gains or losses other than those reported above for the current and previous year, and consequently a statement of total recognised gains and losses has not been prepared.

The accompanying notes are an integral part of this profit and loss account.

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' DEFICIT

Year ended 30 June 2009

	30 June 2009 £	30 June 2008 £
Loss for the financial period	(13,389,093)	<u>(8,248,678)</u>
Net increase in shareholders' deficit	(13,389,093)	(8,248,678)
Opening shareholders' deficit	<u>(17,957,774)</u>	<u>(9,709,096)</u>
Closing shareholders' deficit	<u>(31,346,867)</u>	<u>(17,957,774)</u>

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

BALANCE SHEET

As at 30 June 2009

	Note	30 June 2009 £	30 June 2008 £ (Re-presented see note 14)
FIXED ASSETS			
Intangible assets	9	24,801,872	35,007,951
Tangible assets	10	41,585,224	42,726,105
Investments	11	2,164,221	2,164,221
		<u>68,551,317</u>	<u>79,898,277</u>
CURRENT ASSETS			
Stocks	12	158,040	132,946
Debtors	13	11,927,161	12,118,998
Cash at bank and in hand		868,904	1,689,994
		<u>12,954,105</u>	<u>13,941,938</u>
CREDITORS: amounts falling due within one year	14	<u>(84,860,243)</u>	<u>(73,839,408)</u>
NET CURRENT LIABILITIES		<u>(71,906,138)</u>	<u>(59,897,470)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		(3,354,821)	20,000,807
CREDITORS: amounts falling due after more than one year	15	<u>(27,992,046)</u>	<u>(37,958,581)</u>
NET LIABILITIES		<u>(31,346,867)</u>	<u>(17,957,774)</u>
CAPITAL AND RESERVES			
Called up share capital	17	123,750	123,750
Share premium account	18	206,626	206,626
Capital reserves	18	31,418	31,418
Other reserves	18	25,347	25,347
Profit and loss account	18	(31,734,008)	(18,344,915)
EQUITY SHAREHOLDERS' DEFICIT		<u>(31,346,867)</u>	<u>(17,957,774)</u>

These financial statements of Bolton Wanderers Football and Athletic Company Limited, registered number 00043026 were approved by the Board of Directors and authorised for issue on 20 October 2009.

Signed on behalf of the Board of Directors

A. Duckworth

Director

The accompanying notes are an integral part of this balance sheet.

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

1. ACCOUNTING POLICIES

The particular accounting policies adopted are described below.

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards.

The financial statements contain information about Bolton Wanderers Football and Athletic Club Limited as an individual company and do not contain consolidated financial information as a parent of a group. At 30 June 2009, the company was exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings were included by full consolidation in the financial statements of its ultimate parent Burden Leisure plc, a company incorporated in Great Britain and registered in England and Wales.

Going Concern

As set out in the Statement of Directors' Responsibilities on page 4 the Directors are required to prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business. In satisfaction of this responsibility the Directors have considered the Company's ability to meet its liabilities as they fall due. The Company meets its day to day working capital requirements with a short term loan from Moonshift Investments Ltd, on-lent by Burden Leisure plc. The loan from Moonshift Investments Ltd is repayable immediately on demand and in any case by 9 June 2010. The Directors have received assurances that repayment of the loans will not be demanded in the foreseeable future and that the facility is expected to be renewed in June 2010.

Based on the current level of facilities, the Company's forecasts and projections, taking account of reasonably possible changes in on-pitch performance, show a shortfall in the current level of facilities. The Directors are currently in discussions with potential lenders regarding the securitisation of future guaranteed broadcast revenues, as is common practice for many Premier League football clubs, and further borrowings, in order to provide the Company with adequate working capital facilities and believe that sufficient funding, if required, could be obtained.

On this basis the Directors have a reasonable expectation that the Company will have adequate resources to continue in operational existence for the foreseeable future. Accordingly they adopt the going concern basis in preparing the annual report and accounts.

The Company has taken advantage of the exemption from preparing consolidated financial statements afforded by Section 399 of the Companies Act 2006 on the basis that it is a wholly owned subsidiary undertaking of Burden Leisure plc which prepares financial statements which are publicly available. The Company is also, on this basis, exempt from the requirement of FRS 1 (Revised 1996) Cash Flow Statements to present a cash flow.

Intangible assets – Players' Registrations

In accordance with FRS 10 Goodwill and Intangible Assets, fees payable on the transfer of players' registrations are capitalised at cost and written off over the length of the players' contracts. Profit or loss on the sale of players' registrations is based on transfer fees receivable and the amortised cost of the players and is recognised in the period in which the transfers are made.

Signing-on fees

Signing-on fees are charged evenly to the profit and loss account over the period of the players' contracts. Where a player's registration is transferred any signing on fees payable in respect of future periods are charged against the profit/loss on disposal of player registrations in the period in which the disposal is recognised.

Tangible fixed assets

Tangible fixed assets are stated at historical cost, net of accumulated depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets, other than freehold land and the assets in the course of construction, at rates calculated to write off the cost, less estimated residual value, of each asset on a straight line basis over the expected useful economic life, as follows:

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

1. ACCOUNTING POLICIES (CONTINUED)

Stadium	50 years
Fixtures and fittings	3 to 10 years
Plant, equipment and motor vehicles	3 to 10 years

Residual value is calculated on prices prevailing at the date of acquisition.

Fixed asset investments

Fixed asset investments are stated at cost less provision for impairment.

Cash flow statement

No cash flow statement has been prepared as the financial statements for Burnden Leisure plc, the ultimate parent Company, which are publicly available include a consolidated cash flow statement in accordance with FRS 1 (Revised 1996).

Stocks

Stocks are stated at the lower of cost and net realisable value. Cost is determined on a first in, first out basis and includes transport and handling costs. Net realisable value is the price at which stocks can be sold in the normal course of business after allowing for the costs of realisation. Provision is made where necessary for obsolete, slow moving and defective stocks.

Finance costs

The finance costs of debt are recognised in the profit and loss account over the term of such instruments at a constant rate on the carrying amount.

Debt

Debt is initially stated at the amount of the net proceeds after deduction of issue costs. The carrying amount is increased by the finance cost in respect of the accounting period and reduced by payments made in the period.

Taxation

UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as 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 at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

Turnover

Turnover consists of sales in the ordinary course of business to external customers for goods and services supplied, net of trade discounts and VAT. Turnover is recognised as the services are provided and matches and events take place.

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

1. ACCOUNTING POLICIES (CONTINUED)

Pension costs and other retirement benefits

The amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the contributions to the staff and directors' defined contribution private pension schemes that are payable in the period. Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

The Company provides pension facilities to certain members of staff through The Football League Limited Players Retirement Scheme, a defined contribution scheme and The Football League Limited Pension and Life Assurance Scheme a defined benefit scheme.

Foreign currencies

Trading transactions denominated in foreign currencies are translated into sterling at the exchange rates ruling when the transaction was entered into. Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the exchange rate ruling at the balance sheet date. Exchange gains or losses are included in operating profit.

Leases and hire purchase obligations

Assets held under finance leases and other similar contracts, which confer rights and obligations similar to those attached to owned assets, are capitalised as tangible fixed assets and are depreciated over the shorter of the lease terms and their useful lives. The capital elements of future lease obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the leases to produce a constant rate of charge on the balance of capital repayments outstanding. Hire purchase transactions are dealt with similarly, except that assets are depreciated over their useful lives.

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term, except where the period to the review date on which the rent is first expected to be adjusted to the prevailing market rate is shorter than the full lease term, in which case the shorter period is used.

Government grants

Government grants and other grants relating to tangible fixed assets are treated as deferred income and released to the profit and loss account over the expected useful lives of the assets concerned.

2. TURNOVER

Turnover arose entirely from football activities in the United Kingdom.

3. ITEMS REPORTED AFTER OPERATING PROFIT

The profit on transfer of players' registrations relates to the disposal of certain players' registrations.

There is no effect on the amounts charged to the profit and loss account for taxation due to the availability of losses.

4. INVESTMENT INCOME

	2009	2008
	£	£
Interest receivable and similar income	497,893	533,079

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

5. FINANCE CHARGES

	2009	2008
	£	£
Bank loans, overdrafts and other loans	3,837,387	3,243,746
Finance leases and hire purchase contracts	58,612	59,362
	<u>3,895,999</u>	<u>3,303,108</u>

6. LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

	2009	2008
	£	£
Loss on ordinary activities before taxation is stated after charging/(crediting):		
Amortisation of intangible assets	11,810,567	8,163,593
Depreciation		
Owned assets	1,954,172	1,736,098
Leased assets	136,545	117,842
Amortisation of grants	(167,955)	(180,192)
Profit on disposal of tangible fixed assets	2,950	-
Fees payable to the Company's auditors for the audit of the Company's annual accounts	52,730	19,470
Fees payable to the Company's auditors for other services to the company	-	18,530
	<u>-</u>	<u>18,530</u>

7. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2009	2008
	£	£
Current tax	-	(19,000)
Overseas tax	-	(19,000)
	<u>-</u>	<u>(19,000)</u>

Factors affecting the tax charge for the period

The difference between the actual tax charge and the amount calculated by applying the standard rate of corporation tax is as follows:

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS Year ended 30 June 2009

7. TAX ON PROFIT ON ORDINARY ACTIVITIES (CONTINUED)

	2009 £	2008 £
Loss on ordinary activities before tax	<u>(13,389,093)</u>	<u>(8,267,678)</u>
United Kingdom corporation tax at 28% (2008: 30%)	(3,748,946)	(2,480,303)
Effects of:		
Expenses not deductible for tax purposes	1,235,094	934,039
Non-taxable items	(186,437)	(213,982)
Depreciation in excess of capital allowances	153,277	134,450
Other timing differences	-	43,822
Tax losses available to carry forward	2,654,652	1,581,974
Group Relief Surrendered	42,000	-
Adjustment in respect of prior years	-	(19,000)
	<u>-</u>	<u>(19,000)</u>

At 30 June 2009, the Company had trading losses to carry forward of £27 million (30 July 2008: £27 million).

A deferred tax asset has not been recognised in respect of unrelieved losses as the directors do not believe that it is more likely than not that the asset will be recovered. The asset will be recognised when sufficient profits are generated, against which the losses can be offset.

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

8. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

	2009	2008
Average number of persons employed	No.	No.
Football players	50	45
Management and administration	184	178
	<u>234</u>	<u>223</u>
Staff costs during the period	£	£
Wages and salaries	34,332,282	33,171,448
Social security costs	5,405,624	4,914,126
Pension costs (see note 19c)	426,999	220,382
	<u>40,164,905</u>	<u>38,305,956</u>

Fees in respect of P A Gartside were paid to Arley Partnership LLP of which he is a member (see note 20).

Directors' remuneration is borne by the parent Company.

Certain staff of the Company are members of either the Football League Limited Players Retirement Income Scheme, a defined contribution scheme, or the Football League Limited Pension and Life Assurance Scheme ("FLLPLAS"), a defined benefit scheme. As the Company is one of a number of participating employers in the FLLPLAS, the scheme actuary has indicated that it would be impractical to allocate any actuarial surplus or deficit. The Company has therefore adopted the multi-employer scheme exemption under FRS 17 and expensed contributions in the profit and loss account as they become payable. The assets of the schemes are held separately from those of the Company, being invested with insurance companies.

Following a review of the Minimum Funding Requirement ("MFR") of the FLLPLAS, accrual of benefits of the final salary section of the scheme was suspended as at 31 August 1999. In light of the exceptional circumstances affecting the scheme, the trustees of the scheme commissioned an independent actuary's report on the MFR position and a substantial deficit was identified. Under the Pensions Act 1985 participating employers will be required to contribute to the deficiency. The Club was advised by the FA Premier League that a basis of apportionment of the deficit had been approved by the trustees and their advisors, although a number of important issues remain to be resolved that could impact on the final quantification of this liability. As a notional apportionment of the deficit has been calculated, the Company has reflected that amount on the balance sheet. However, in the absence of a full actuarial apportionment of the scheme's assets and liabilities the exemption afforded by FRS 17 continues to be taken. The scheme has been revalued and the deficit of £154,397 at 30 June 2009 is included in Other Creditors.

Contributions payable by the Company to employees' (including Executive Directors) personal pension schemes are charged to the profit and loss account in the period to which they relate. The schemes are defined contribution schemes, the assets of which are held separately from the Company.

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

9. INTANGIBLE FIXED ASSETS

	Player transfer and agents fees £
Cost	
At 1 July 2008	45,803,019
Additions	5,079,067
Disposals	(9,648,730)
At 30 June 2009	<u>41,233,356</u>
Accumulated depreciation	
At 1 July 2008	10,795,068
Charge for the period	11,810,567
Disposals	(6,174,151)
At 30 June 2009	<u>16,431,484</u>
Net book value	
At 30 June 2009	<u>24,801,872</u>
At 1 July 2008	<u>35,007,951</u>

10. TANGIBLE FIXED ASSETS

	Stadium & Academy £	Freehold land £	Fixtures and fittings £	Plant, equipment and vehicles £	Assets in the course of construction £	Total £
Cost						
At 1 July 2008	45,125,158	804,000	3,628,987	3,560,772	19,410	53,138,327
Additions	244,903	-	245,315	349,113	110,505	949,836
Disposals	-	-	-	(81,817)	-	(81,817)
Reclassification	(63,847)	-	-	63,847	-	-
At 30 June 2009	<u>45,306,214</u>	<u>804,000</u>	<u>3,874,302</u>	<u>3,891,915</u>	<u>129,915</u>	<u>54,006,346</u>
Accumulated depreciation						
At 1 July 2008	7,553,695	-	1,474,377	1,384,150	-	10,412,222
Charge for the period	968,864	-	543,814	578,039	-	2,090,717
Disposals	-	-	-	(81,817)	-	(81,817)
At 30 June 2009	<u>8,522,559</u>	<u>-</u>	<u>2,018,191</u>	<u>1,880,372</u>	<u>-</u>	<u>12,421,122</u>
Net book value						
At 30 June 2009	<u>36,783,655</u>	<u>804,000</u>	<u>1,856,111</u>	<u>2,011,543</u>	<u>129,915</u>	<u>41,585,224</u>
At 1 July 2008	<u>37,571,463</u>	<u>804,000</u>	<u>2,154,610</u>	<u>2,176,622</u>	<u>19,410</u>	<u>42,726,105</u>
Leased assets included in the above:						
Net book value						
At 30 June 2009	<u>-</u>	<u>-</u>	<u>4,739</u>	<u>645,192</u>	<u>47,990</u>	<u>697,921</u>
Net book value						
At 1 July 2008	<u>-</u>	<u>-</u>	<u>5,766</u>	<u>780,710</u>	<u>-</u>	<u>786,476</u>

Freehold land amounting to £804,000 (1 July 2008: £804,000) has not been depreciated.

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

11. INVESTMENTS HELD AS FIXED ASSETS

	Shares in subsidiaries £	Medals £	Total £
Cost and net book value			
At 1 July 2008 and 30 June 2009	2,150,002	14,219	2,164,221

The Company has two wholly owned dormant subsidiary undertakings, incorporated in England and Wales, being Bolton Sports Village Limited and Bolton Wanderers (Holdings) Limited. The Company also has a 50% interest in the ordinary share capital and a 32.5% interest in the preference share capital of Bolton Whites Hotel Limited, a Company registered in England and Wales. The principal activity of this subsidiary undertaking is the provision of hotel and catering services.

12. STOCKS

	2009 £	2008 £
Goods for resale	158,040	132,946

13. DEBTORS

	2009 £	2008 £
Trade debtors	2,256,298	975,317
Debtors arising from Player Transfers due with 1 year	3,800,165	4,551,847
Amounts owed by group undertakings	3,222,622	2,871,372
Other debtors	9,661	984,922
Prepayments and accrued income	2,056,835	2,735,540
Total Debtors due within one year	11,345,581	12,118,998
Debtors arising from Player Transfers due after more than 1 year	581,580	-
	11,927,161	12,118,998

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2009 £	2008 £ (Re-presented)
Trade creditors	1,421,651	1,187,675
Obligations under finance leases	24,727	18,466
Other loans	-	2,527
Directors' loans	133,333	100,000
Amounts owed to group undertakings	55,911,191	38,439,256
Other taxation and social security	2,838,394	2,252,703
Other creditors	1,159,285	47,191
Accruals	9,311,291	9,172,957
Creditors arising from Player Transfers	10,988,345	19,496,991
Deferred income	3,072,026	3,121,642
	84,860,243	73,839,408

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR (CONTINUED)

Deferred income consists of season tickets, sponsorship and other monies which were received prior to the period end but which were in respect of future periods. Also included in deferred income are grants and other contributions to the cost of the stadium of £167,753 (30 June 2008: £169,268).

The 30 June 2008 comparative has been re-presented with a reclassification of £9,731,607 between creditors due in less than one year and creditors due after more than one year, to more accurately reflect the underlying records. This reduced creditors due in less than one year by £9,731,607, and increased creditors due after more than one year. There was no profit and loss account impact of this reclassification

15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2009 £	2008 £ (Re-presented see note 14)
Obligations under finance leases	31,994	1,535
Other loans	2,527	-
Directors' loans	200,000	300,000
Amounts owed to group undertakings	16,274,478	21,397,486
Creditors arising from Player Transfers	5,036,702	9,731,607
Other creditors	132,012	52,631
Deferred income	6,314,333	6,475,322
	<u>27,992,046</u>	<u>37,958,581</u>

Deferred income consists of grants and other contributions to the cost of the stadium of £6,312,013 (30 June 2008: £6,475,322).

Borrowings excluding obligations under finance leases and hire purchase contracts included in creditors due within one year and after more than one year are payable as follows:

	2009 £	2008 £
Bank loans, overdrafts and other loans		
Between one and two years	135,860	133,000
Between two and five years	66,667	167,000
	<u>202,527</u>	<u>300,000</u>
On demand or within one year	133,333	102,527
	<u>335,860</u>	<u>402,527</u>
	2009 £	2008 £
Finance leases and hire purchase contracts		
Between one and two years	23,195	1,535
Between two and five years	8,799	-
	<u>31,994</u>	<u>1,535</u>
On demand or within one year	24,727	18,466
	<u>56,721</u>	<u>20,001</u>

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

15. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR (CONTINUED)

	2009 £	2008 £
Total borrowings including finance leases and hire purchase contracts		
Between one and two years	159,055	134,535
Between two and five years	75,466	167,000
	<u>234,521</u>	<u>301,535</u>
On demand or within one year	158,060	120,993
	<u>392,581</u>	<u>422,528</u>

The Group has granted a floating charge on its assets to secure bank loans, overdrafts and other loans of £62,399,000 (2008: £50,906,000).

On demand or within one year includes an amount of £11,500,000 secured on payments from the Premier League arising from the broadcasting Basic Award (2008: £11,500,000) and an amount of £23,000,000 (2008: £4,500,000) which is repayable within 363 days of written demand and linked to an interest rate of 10.00%.

Amounts payable after 5 years consists of £7,563,000 (2008: £8,479,000) repayable to August 2022 linked to an interest rate of 1.50% plus LIBOR.

Amounts owed to other group undertakings are unsecured, interest free and have no set repayment dates.

16. DEFERRED TAXATION

The net deferred tax asset not recognised can be analysed as follows:

	2009 £	2008 £
Accelerated capital allowances	490,127	641,336
Other timing differences	696,194	557,709
Tax losses	(9,457,812)	(7,550,195)
	<u>(8,271,491)</u>	<u>(6,351,150)</u>

No deferred tax has been provided in the current or prior period.

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

17. CALLED UP SHARE CAPITAL

	2009 £	2008 £
Authorised		
4,000 special ordinary shares of £1 each	4,000	4,000
40,000 ordinary shares of £3 each	120,000	120,000
	<u>124,000</u>	<u>124,000</u>
Called up, allotted and fully paid		
3,750 special ordinary shares of £1 each	3,750	3,750
40,000 ordinary shares of £3 each	120,000	120,000
	<u>123,750</u>	<u>123,750</u>

All shares rank pari-passu as if one class of shares were in issue.

18. RESERVES

Of total reserves shown in the Company's balance sheet, the following amounts are regarded as distributable or otherwise:

	2009 £	2008 £
- profit and loss account	(31,734,008)	(18,344,915)
- share premium account	206,626	206,626
- capital reserve	31,418	31,418
- other reserves	25,347	25,347
	<u>(31,470,617)</u>	<u>(18,081,524)</u>

The movement on reserves during the year was as follows:

	Share premium account £	Capital reserve £	Other reserves £	Profit and loss account £	Total £
At 1 July 2008	206,626	31,418	25,347	(18,344,915)	(18,081,524)
Loss for the year	-	-	-	(13,389,093)	(13,389,093)
At 30 June 2009	<u>206,626</u>	<u>31,418</u>	<u>25,347</u>	<u>(31,734,008)</u>	<u>(31,470,617)</u>

19. FINANCIAL COMMITMENTS

a) Capital commitments

	2009 £	2008 £
Contracted for but not provided	<u>87,267</u>	<u>82,900</u>

A commitment of £87,267 has been made to replace energy equipment, enhance the Memorial at the Reebok Stadium and for additional works at the Lostock Academy site.

BOLTON WANDERERS FOOTBALL & ATHLETIC COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2009

19. FINANCIAL COMMITMENTS (CONTINUED)

b) *Contingent liabilities*

The terms of certain contracts with other football clubs and players agents in respect of players' registrations transferred include the payment of additional amounts upon fulfilment of specific conditions in the future. The maximum amount that could be payable as at 30 June 2009 is £3,848,000 (30 June 2008: £3,393,000).

c) *Pension commitments*

The pension cost charge for the period was £426,999 (30 June 2008: £220,382).

20. RELATED PARTY TRANSACTIONS

At the year end amounts owed to Bolton Wanderers Football and Athletic Company Limited from its subsidiary undertaking amounted to £219,044 (30 June 2008: £nil).

At the year end amounts owed from Bolton Wanderers Football and Athletic Company Limited to its subsidiary undertaking amounted to £162,326 (30 June 2008: £nil).

During the year Arley Partnership LLP (a limited liability partnership of which P Gartside is a member) purchased goods and services from Bolton Wanderers Football and Athletic Company Limited in the ordinary course of business, valued at £16,773 (30 June 2008: £19,100).

During the year P Gartside purchased goods and services from Bolton Wanderers Football and Athletic Company Limited in the ordinary course of business, valued at £2,179 (30 June 2008: £2,640).

At the year end Bolton Wanderers Football and Athletic Company Limited owed £2,315,009 (2008: £2,306,000) to Moonshift Investments Limited in respect of a player success fee.

During the year E Davies purchased goods and services from Bolton Wanderers Football and Athletic Company Limited in the ordinary course of business, amounting to £nil (30 June 2008: £4,446).

As a subsidiary undertaking of Burnden Leisure plc, the Company has taken advantage of the exemption in FRS 8 "Related party disclosures" from disclosing other transactions with other members of the group headed by Burnden Leisure plc.

21. SUBSEQUENT EVENTS

Acquisition of intangible assets

Since the balance sheet date the Club has acquired players' registrations for a cost of £13,481,000.

22. ULTIMATE PARENT COMPANY

The directors regard Burnden Leisure plc, a Company incorporated in England, as the ultimate parent and controlling Company. The ultimate controlling party of Burnden Leisure plc is Fildraw Private Trust Company Limited.

Burnden Leisure plc is the parent Company of the largest and smallest group of which the Company is a member and for which group financial statements are drawn up. Copies of the financial statements are available from Reebok Stadium, Burnden Way, Lostock, Bolton BL6 6JW.