

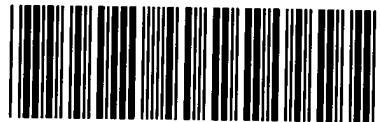
Company Registration No. 00077797

The Football Association Limited

Report and Financial Statements

Year ended 31 July 2014

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The Football Association Limited

Report and financial statements 31 July 2014

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The Football Association Limited

Report and financial statements 31 July 2014

Officers and professional advisers

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A Horne (General Secretary)
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N Coward
R Devlin
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K Lamb
M R Leggett
I Lenagan
H Rabbatts CBE

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A Maclean

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The Football Association Limited

Chairman's statement

It has certainly been a varied and exciting first year as Chairman of The Football Association ("The FA"). From grassroots to the England team, the game we love continues to captivate and challenge in equal measure. One year on from taking on this role I remain hugely excited about the potential in our game and more determined than ever to deliver vital change I believe will be to its benefit.

Obviously the biggest moment of our year was the World Cup in Brazil. A World Cup in Brazil was always going to be a powerful and iconic footballing moment, and the tournament did not disappoint. Sadly our involvement in the competition did disappoint, and despite the excellent preparation and planning by Roy Hodgson and all of his team we were once again left reflecting on an early exit and under-achievement. There were some positives from the experience, in particular the nucleus of exciting young players that give hope for the future. Clearly, however, there are also some lessons that we must learn and work is well underway to do so.

It is, however, the scope of the organisation beyond the headline-grabbing England team which has been the most surprising aspect of my first year. The breadth and depth of its work and its role in developing and facilitating football for everyone in a fun and safe environment is staggering. Seven million people are playing the game regularly supported by an army of over 400,000 volunteers. As an organisation that means we have to push ourselves to service their needs, in terms of coaching, facilities, information and playing opportunities, not to mention rules, regulation and of course the always popular disciplinary procedures that go with it.

A key goal for us remains 'football for everyone' and we are seeing the impact of the Inclusion and Anti-Discrimination action plan introduced in December 2012. The FA's new Inclusion Advisory Board has met several times to consider and lead on the relevant key issues across the game, while there is a firm commitment to improving opportunities for black, Asian and minority ethnic coaches and administrators at all levels.

Unsurprisingly the scope of this work is in itself a challenge; and as we come towards the end of our current Strategic Plan I will be working with the Board and the Senior Management Team to refresh our strategic focus. We will challenge ourselves to ensure that our priorities are just that, priorities for the game.

I have been very clear this last year about what I believe to be one of those central strategic priorities, the development of good young English players to drive future England team success. I will continue the work of my FA Chairman's England Commission as we seek to take its recommendations forward. I accept that not everyone in the game supports some of the proposed changes to our professional game structures, and I entirely understand their viewpoint, but, as I have said over the course of the year, if you agree with me that the future of English football is a problem worth fixing I am willing to entertain all ideas to find a solution. Despite our efforts in raising the issue, the number of playing opportunities at the top end of the English game is not increasing, and the problem is only getting worse.

Part of the solution of course is focused beyond the proposed changes to the professional game. We have some big challenges to meet head on in terms of our investment and the provision of facilities and coaching into the grassroots of the game. Without raising the standard of surfaces that kids learn to play the game on, and the early stages of coaching they receive, we cannot hope to drive the pipeline of young English talent into our professional clubs. These two issues will therefore be a focus of the organisation in the year ahead.

I am, however, an optimist; as a lifelong football fan you invariably have to be. I think we can make real progress in the game and with a shared purpose and a collective will I think there is great potential for improvement.

Finally, I have been greatly encouraged by the quality of The FA Senior Management Team at Wembley and St. George's Park. They are a young, vibrant and dynamic group who care passionately about the game. I would like to thank them and The FA Board for their efforts this year.

As you will know Alex Horne has decided to stand down from his post as General Secretary at the start of 2015. On behalf of the Board and the staff at The FA, I would like to thank him for his dedicated leadership in a variety of roles over the last decade. I will now work with the Board on finding his successor.



Greg Dyke

Chairman, The Football Association

The Football Association Limited

Strategic report

This Strategic report contains the following sections:

- General Secretary's review of the year;
- Strategic objectives;
- Principal risks and uncertainties;
- Corporate social responsibility; and
- Financial review.

The directors, in preparing this Strategic report, have complied with s414C of the Companies Act 2006.

General Secretary's review of the year

I had of course hoped to be reflecting on a positive FIFA World Cup showing when it came to my review of The Football Association's 2013/14 season. We must, and will, learn from Brazil, but the World Cup did demonstrate we have young players coming through who will be better for tournament experience. We have seen that take shape with the promising start to the UEFA EURO 2016 campaign.

Furthermore, our men's Under-17s were crowned champions of Europe in May. This was the headline achievement across a strong season at development level for our various teams. While we have faith in their development, we have to also provide our full support to The FA Chairman's England Commission and its essential longer-term goals around the club-playing experience for our young English talent.

We have a good record for our development teams compared to our main European rivals but as they move into senior football our players are playing less top-flight club football than their counterparts and we should fear the consequences.

Away from the pitch, the disappointment in Brazil should certainly not overshadow the progress we made as a governing body across a range of fronts last season. In the autumn, we established four key values which we embedded across The FA Group, namely Integrity, Collaboration, Excellence and Pride. These are a useful tool to help us to review 2013/14 in detail – a season upon which we will look back in years to come as a decisive and crucial one.

Integrity

Integrity is a very personal value and essentially is about doing the right thing. It reflects key aspects of our governing body role in supporting football in this country. This was a theme that underpinned our FA150 project across the latter part of 2013.

Our disciplinary team handled a series of high-profile cases effectively. Perhaps most interesting was the case of Nicolas Anelka's quenelle gesture. It was something no one else had tackled in football; the subsequent ban and fine highlighted the rigorous and thorough nature of our work, and our unstinting commitment to stamping out discrimination. It was good to note that this, together with our work on the use of other racial slurs, has met with very positive feedback from the minority groups affected.

In terms of match integrity, we have been at the forefront of global investigations to tackle the threat of match-fixing. However minimal the current impact on our game is, it is an issue we do not want to see in the English game, at any level. Therefore, in the AGM in May, we passed a set of tightened rules on betting by those participating in the game.

Our match officials – led by the retiring Howard Webb, Mark Clattenburg, Sian Massey and Marc Birkett – continue to set a global standard and our Respect campaign has seen a 20 per cent fall in dissent cases season on season. We wish Howard all the best in his new career.

Collaboration

Collaboration is about working together in an open and honest manner and trusting each other to do the right thing.

Internationally, our closest allies, and fiercest competitors, sit within UEFA. Together with David Gill, in his role on the UEFA Executive Committee, Greg and I continue to build relationships with the UEFA executive and key European National Associations. These relationships are crucial when it comes to making sure that English football is appropriately placed to influence policy or decisions which might affect our game. Nowhere was this better seen than in The FA securing the semi-finals and final of UEFA EURO 2020, doing so by virtue of having the best technical bid across UEFA's members. This news is a major boost for Wembley Stadium and London and a real target to aim towards in the coming years, especially in showcasing our 'football for everyone' goal.

The Football Association Limited

Strategic report (continued)

General Secretary's review of the year (continued)

The progress we are seeing by working together across all aspects of the women's game is nothing short of remarkable. We have extended ten new licences to clubs to expand the FA Women's Super League ("FAWSL") to two divisions. We have also undertaken a major restructuring of the pyramid to create the new FA Women's Premier League and a link for those clubs to come through to the FAWSL.

Our work together on the roll-out of the Whole Game System, a fully integrated administration system that brings together and enhances the current functionality of members' services and County FA systems, has not been easy, but is a very important project for the future of English football. The benefits will be significant for County FAs and The FA in better understanding and supporting the needs and wants of those playing football.

In terms of coaching, we now have three important teams of individuals, FA Youth Coach Educators, Grassroots Club and Coach Mentors and Elite Women's Coach Developers, who are working within the game. These teams ensure we are able to be more responsive and more engaged when it comes to supporting and leading coaching and young player development. Our FA Youth Coach Educators are working with professional club academies to provide education and mentoring support for the coaches in those academies. They are rolling out our qualifications and B-licences, but more importantly our new Youth and Advanced Youth Awards, directly within clubs and in regional sessions. This is reducing the cost and burden on clubs and raising the standards of those people who will have the key influence on our young English players.

A similar programme of Grassroots Club and Coach Mentors is being rolled out to try to raise the standard of coaching in our grassroots game. Our pilot last season delivered 59 mentors working with 111 clubs and 1,200 grassroots coaches. This will now expand to eight full time and 270 part-time mentors supporting 500 clubs and around 5,000 coaches next season.

In terms of the women's game, we have recruited seven new Elite Women's Coach Developers who will work regionally with the clubs and centres of excellence, ensuring that the support and coaching for young girls is of the highest quality is vital to help them develop on their pathway to our international teams.

Our regional facilities team have worked tirelessly with County FAs up and down the country this year, proactively looking for solutions to the huge issue of increasing cost pressures on Local Authorities, which is in turn driving an increase in the cost of deteriorating facilities. We are on the verge of some interesting and innovative solutions that will require huge collaboration from the game, and the authorities, to fix this problem. We need to ensure we have a facilities stock available for football that is fit for purpose for both young player development and for recreation. It has to be accessible to all who want to play our great game.

Artificial pitches, which are woefully under-resourced in this country, will no doubt play their part in this solution. In that vein, we launched our new Facilities Fund alongside The Department for Culture, Media & Sport ("DCMS") and the Premier League, which is operated by the Football Foundation. The FA Challenge Cup Committee giving the green light to 3G pitches from the 2014/15 season will be a big positive. It seems to have unlocked the way for the Football Conference and Football League to follow suit.

An important project over the coming months and indeed years will be First World War remembrance and it is very much a joint effort. Football Remembers is a phrase you will hear a lot about, and rightly so, as we play our part in marking this important centenary.

Excellence

Excellence is about continuous improvement in all areas of our work with a specific focus on those who get involved in football week-in, week-out, whether as players, coaches, referees, volunteers or supporters.

We made huge strides in customer insight in 2013/14 and have a better understanding than ever of the motivations to recruit, develop and retain people in their various roles.

More specifically, our two major facilities have had a great year. Wembley Stadium is moving with the times under the guidance of its Managing Director, Roger Maslin, and is now a technological leader. EE's support and new technology – such as the big screens and LED displays in the bowl and on the front of the stadium – are improving the fan experience.

We had some great opposition to see out the 150th anniversary year in 2013, including Scotland, Germany and Chile, while concert goers got to see diverse acts – ranging from One Direction to Eminem – this summer. The culmination of a terrific FA Cup campaign, with many great stories along the way, saw Arsenal beat Hull City by the odd goal in five to lift the famous trophy.

The Football Association Limited

Strategic report (continued)

General Secretary's review of the year (continued)

The wow factor for Wembley was summed up by the unprecedented 24 hours when we staged the England World Cup send-off match against Peru and then the following day hosted the biggest outdoor fight ever in Europe when Carl Froch beat George Groves for a second time, in front of an amazing 80,000 crowd. The boxing arena was then replaced by the stage for One Direction to play three sell-out shows the following weekend. That turnaround was an incredible indication of what this world-class stadium is capable of doing.

St. George's Park has become a real centre of excellence, as endorsed by the Prime Minister in May. With Barcelona, Galatasaray and Porto all visiting for pre-season training, the biggest clubs around recognise what we have on offer. The Managing Director, Julie Harrington, and her team are always exploring new hotel and leisure opportunities, such as our new outdoor leadership facility.

First and foremost we know the National Football Centre is the home of our England teams. The senior men's team has been back preparing for the UEFA EURO 2016 qualifiers, as were the Under-21s en route to their 2015 EURO finals in Czech Republic and our women's team en route to next year's World Cup in Canada. It is where the philosophy, the values and the DNA of our future England teams are being forged.

We have seen the fruits of closer links between our teams at all levels, in particular, Roy Hodgson was able to observe first-hand the brightest prospects within the Under-21 set-up and include them in his training sessions. Indeed, some of those young players made it to Miami and Brazil, for valuable senior squad experience at an international tournament. The same is true for the England women's senior team head coach, Mark Sampson, and the women's senior squad on their unstoppable march through the 2015 qualification programme.

At this point I would like to pay tribute to Sir Trevor Brooking, our outgoing Director of Football Development, who retired during the summer. With his vision, his drive, his energy and his passion for the game at all levels, he has done much to move the game forward over the last ten years and deserves our full gratitude. He will be sorely missed, but in terms of succession planning we have made some fantastic appointments across our coaching and performance departments which I believe will really drive us forwards in terms of developing coaches and young players in both the grassroots and professional game.

Pride

Pride is about enjoying what we do, and celebrating our successes. In last year's financial report, I wrote at length about our 150th anniversary celebrations. It was a great opportunity to be proud of our activities, particularly across the grassroots game.

My thanks again go to all across football for their support with our various initiatives. Not least was the celebration of grassroots heroes at Buckingham Palace in early October led by our President, HRH The Duke of Cambridge, and then, later that same month, The FA150 Gala Dinner to toast our founding father Ebenezer Morley and his legacy – the global game that we all love today.

We must pay tribute to the fantastic travelling support for the England team in Brazil and the pride they have in following their country through thick and thin. We are hoping to improve our relationships, with a target of reaching half a million fans through our new England Supporters Club. Here we will provide them with content and insight, encouraging them to come to Wembley to support the England team and enhancing their match day experience in the process.

It is important that we keep trying to get our messages out directly wherever possible and supporters can get closer to our work than ever before through our enhanced digital platforms. We are now reaching nearly seven million people a year – having more than doubled our social media numbers from June 2013.

As a governing body we are a more diverse, talented and ambitious organisation than three years ago when we set our strategic vision. Our staff are proud of what they do, of working for this organisation and of the impact they can make. Our annual staff survey results returned our highest ever engagement scores, up on every measure across virtually every division. As a Group, we achieved One Star status – just outside The Times' 100 best companies to work for.

We are entering the last year of our current four-year Strategic Plan, with our performance set out overleaf, and The FA Board is already focused on what comes next for The FA Group through to the turn of the decade. We will distil our ambition to a handful of key goals. These will be areas where we can focus our resources, time, energy, manpower and funds to achieve big strategic outcomes over the medium-term. We will then prioritise our other activities and review all the other things we do as an organisation.

The Football Association Limited

Strategic report (continued)

General Secretary's review of the year (continued)

It is early days, but it seems likely that our key strategic priorities will revolve around the following:

- Ensuring that The FA is, and is seen to be, a modern and dynamic organisation fit for purpose in the 21st century;
- Providing effective and respected governance and regulation of football;
- Developing and exploiting the main commercial assets of The FA so they are sustainable and financially successful;
- Delivering a radical improvement in grassroots facilities with a major investment in artificial grass pitches to help drive a step change in the development of young players;
- Raising the number, status and standard of coaches by building a more effective FA coaching structure and service to the game; and
- Succeeding in international tournaments at all levels in both the men's and women's games with the eventual targets of winning World Cups in both 2022 and 2023 respectively.

The foundations have already been laid in all of these areas and I am certain when we look back at the turn of the next decade The FA will be able to assess the season just gone as a pivotal moment where crucial challenges were met and real progress was made.

As such, the time is right for me personally to look for a change of direction and I have taken the incredibly difficult decision to leave The FA at the end of January 2015. I am incredibly proud of my various roles within the organisation over the years, especially of playing my part in building and opening the magnificent Wembley Stadium and St. George's Park. More importantly, I am honoured to have had the opportunity to lead The FA over the last four and a half years and to have worked with such dedicated and talented staff in every department of The FA who are proud of what they do and of the positive impact they have on the nation's favourite game.

The Football Association Limited

Strategic report (continued)

General Secretary's review of the year (continued)

Results in the year ended 31 July 2014

England Men's Senior Team

England 3 Scotland 2 at Wembley on 14 August
England 4 Moldova 0 at Wembley on 6 September*
Ukraine 0 England 0 in Kiev on 10 September*
England 4 Montenegro 1 at Wembley on 11 October*
England 2 Poland 0 at Wembley on 15 October*
England 0 Chile 2 at Wembley on 15 November
England 0 Germany 1 at Wembley on 19 November
England 1 Denmark 0 at Wembley on 5 March
England 3 Peru 0 at Wembley on 30 May
Ecuador 2 England 2 in Miami on 4 June
Honduras 0 England 0 in Miami on 7 June
Italy 2 England 1 in Manaus on 14 June+
Uruguay 2 England 1 in Sao Paulo on 19 June+
Costa Rica 0 England 0 in Belo Horizonte on 24 June+

**FIFA WORLD CUP 2014 Qualifying*

+FIFA WORLD CUP 2014 Finals

FA Cup Final

Arsenal 3 Hull City 2 at Wembley on 17 May

FA Women's Premier League Cup Final

Sheffield 6 Cardiff City 2 at Burton on 4 May

FA Vase Final

Sholing 1 West Auckland Town 0 at Wembley on 10 May

FA Youth Cup Final

First Leg: Fulham 3 Chelsea 2 at Fulham on 28 April
Second Leg: Chelsea 5 Fulham 3 at Chelsea on 5 May
(Chelsea won 7-6 on aggregate)

England Women's Senior Team

England 6 Belarus 0 in Bournemouth on 21 September*
England 8 Turkey 0 in Portsmouth on 26 September*
England 2 Wales 0 at Millwall on 26 October*
Turkey 0 England 4 in Adana on 31 October*
Norway 1 England 1 in La Manga on 17 January
Italy 0 England 2 in Larnaca on 5 March
Finland 0 England 3 in Larnaca on 7 March
Canada 0 England 2 in Nicosia on 10 March
France 2 England 0 in Nicosia on 12 March
England 9 Montenegro 0 in Brighton on 5 April*
England 4 Ukraine 0 in Shrewsbury on 8 May*
Belarus 0 England 3 in Minsk on 14 June*
Ukraine 1 England 2 in Lviv on 19 June*

**FIFA WOMEN'S WORLD CUP 2015 Qualifying*

FA Women's Cup Final

Arsenal 2 Everton 0 at Milton Keynes on 1 June

FA Trophy Final

Cambridge United 4 Gosport Borough 0 at Wembley on 23 March

FA Sunday Cup Final

Humbledon Plains Farm 5 Oyster Martyrs 2 at Blackburn on 27 April

FA County Youth Cup Final

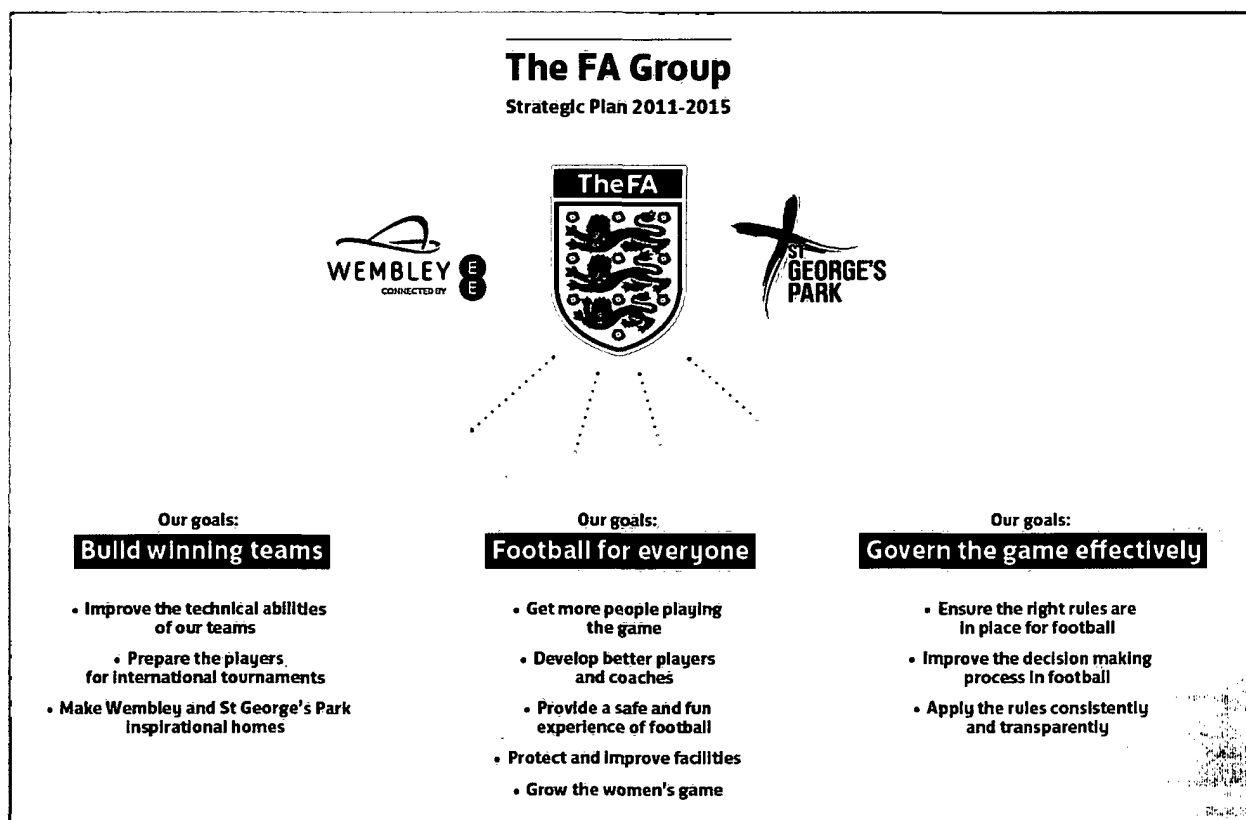
Lancashire 3 Suffolk 2 at Ipswich on 26 April

The Football Association Limited

Strategic report (continued)

Strategic objectives

The FA Group's 2011-15 Strategic Plan sets out three key strategic goals; to build winning England teams at every level; to ensure football can be played by everyone in a fun and safe environment; and to govern the game effectively in making the right decisions in the right way for the betterment of English football. As we move through 2014/15 The FA Board and Senior Management Team will assess overall performance against the Plan and consider the scope of a new strategic direction for the organisation from the 2015/16 season and beyond.



An assessment of performance against the 2011-15 Strategic Plan is detailed below:

Build winning teams – In order to provide greater focus on improving the technical abilities of our teams, the last 12 months has seen the recruitment of a new Director of Elite Development and the creation of a new Performance Services team. This increased expertise is working closely with a more co-ordinated England development team structure to increase the performance and environmental experience for young players entering the Club England set up. This improvement has been borne out by a solid qualification record and of course the success of the England Under-17s winning the UEFA European Championships. Central to much of the improvement has been the establishment of St. George's Park as a real home for Club England. Looking ahead the key challenge will be to deliver the recommendations of The FA Chairman's England Commission, in particular around coaching and coach education, to ensure continued progress in this area.

The Football Association Limited

Strategic report (continued)

Strategic objectives (continued)

Improve the technical abilities of our teams

Objective	Progress
Encourage England teams to play with an adaptable and consistent style	We have established an England DNA, a four corner philosophy describing how England players and teams play, prepare, will be coached and how players are identified. This will be rolled out in December 2014.
Work with leagues to ensure players develop with flexible technical skills	We are co-ordinating our coaching support for the Elite Player Performance Plan ("EPPP") with the work of establishing an England DNA and improved sharing of technical player development data between Club England and clubs.
Qualify for major tournaments at every level	England men's and women's senior teams have qualified for all their major finals tournaments, and England development teams (men's and women's) have qualified for 12 of the 23 major tournament finals that they have competed in between 2011 and 2015.

Prepare players for international tournaments

Objective	Progress
Give young players a good experience of international football	Since 2009 at the 12 development tournament finals we have qualified for, we have reached the quarter finals or beyond on six occasions. The England senior men's manager has scheduled talks to Development Teams on a regular basis and has held joint training sessions at St. George's Park.
Provide quality coaching to develop international teams	New coaching structure led by the England Under-21 Coach with a much closer 'club style' co-ordination and linked into England DNA development work.
Work to ensure the release of players across all age groups	Only two players were removed from the Under-16 to Under-19 squads by clubs in 2013 for reasons other than injury or personal reasons. This is down from 31 in 2011.
Create the best possible environment around England teams	Club England has been set up to coordinate and manage operations around England teams on a consistent basis. Football Development has begun work on England DNA and an induction programme and code of conduct have been introduced for players alongside the establishment of a Performance Services team.
Build a connection between players and the public at international tournaments	Successful 'outreach' projects around tournaments including the Holocaust education programme around the team visit to Auschwitz in 2012 and the Rio 'Favela' charity partnership in 2013 and 2014.

The Football Association Limited

Strategic report (continued)

Strategic objectives (continued)

Make Wembley and St. George's Park inspirational homes

Objective	Progress
Maintain Wembley as one of the best pitches in the world	Notwithstanding the unique mix of events, the pitch has always achieved a 4.5* rating even when immature or shortly after a concert and delivered a 5* rating for all key football matches, including The FA Cup and the UEFA Champions League finals.
Create the best atmosphere for England fans and host exciting fixtures that sell out	We have launched a number of initiatives to boost the atmosphere at Wembley and a range of top fixtures have been delivered, especially in 2013 as part of the 150th celebrations. Nine out of 17 England matches have sold out since 2011.
Bring England teams of all ages together to train at St. George's Park	All England teams now regularly train at St. George's Park and often teams will train alongside and with each other in the international week.
Prepare our players at world class medical and sports science facilities	St. George's Park received the FIFA F-Mark to recognise the excellence of its medical and sports science facilities. The medical team has been expanded to ensure that the provision is world class.

Football for everyone – Changes in lifestyle and participation habits continue to lead to a steady decline in adult male 11-a-side participation. Through a range of interventions and programmes and a willingness to offer more flexible and informal playing opportunities, The FA is working hard to ensure as few players as possible are leaving the game. The decline in men's 11-a-side is being offset by a sustained rise in mini and youth football as the positive impacts of the 2012 Youth Development Review begin to come to fruition. The Respect Campaign continues to drive down incidents of assault and drive up referee numbers, whilst the increased influence of the Charter Standard Club network is ensuring the game can be played at all levels in a safe and fun environment. Limited progress has been made in addressing the long-term decline in grassroots playing facilities owned and maintained by local authorities, however our work in Sheffield shows the way forward for a new model of collective ownership for the development and maintenance of local facilities, including an increase in 3G facilities, and this will be a key focus of the next Strategic Plan in 2015 and beyond.

Get more people playing the game

Objective	Progress
Grow new football formats	There has been a new approach to encourage small and flexible format play approved by the National Game Board in January 2014. The Vauxhall Mash-ups and Mars Just Play centres have been introduced to encourage youth and adult players into football. 18,000 participants have taken part in Just Play sessions at over 200 nationwide centres.
Support 11-a-side football on high quality facilities with access to volunteers	We have continued our investment in the Football Foundation (£12 million p.a.) to build grass roots facilities and are addressing the challenges on local authority facilities following public cut backs. Volunteering in the game remains strong with over 400,000 volunteers regularly active.
Maintaining affiliated football	The number of affiliated adult male teams has fallen by 8% from 30,701 to 28,329 since 2009-10. There are now an estimated 500,000 adult male players in affiliated football.
Improve player registration process	The Whole Game IT System is currently being developed, one aspect of which will assist in player registration. Elements of the system are already in operation, with full delivery scheduled for the 2015/16 season.

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Strategic report (continued)

Strategic objectives (continued)

Develop better players and coaches

Objective	Progress
Increase access to quality coaching in primary schools	Skills Programme is now nationwide with 156 coaches reaching over 1,700 schools each year. It has offered over six million places since inception. It is the first National Game Board programme to receive accreditation for its resources and provision by the Association for Physical Education. Sport England has agreed to continue part-funding the programme through until 2017.
Introduce formats better suited to technical development and enjoyment for children	New formats introduced as part of the Youth Development Review have contributed to significant growth in mini and youth football participation. There has been a 15% increase in the number of mini soccer teams since 2010, and a 5% increase in youth male teams in the same period. By 2012/13 there were an extra 14,800 school teams playing in national competitions.
Encourage coaches from all backgrounds	The COACH bursary programme for British Asian and Minority Ethnic ("BAME") candidates has awarded 126 coaching bursaries in its first two years. This has already led to at least nine coaches gaining roles with clubs during the course of last season.
Promote the Future Game	The grass roots version of the Future Game has been created and distributed in both hard and digital copy.
Help the best young players move into the professional game	The EPPP is up and running and we are working on the links into the professional game following the appointment of the Director of Elite Development - The FA Chairman's England Commission is also looking at this subject.

Protect and improve facilities

Objective	Progress
Maximise investment in facilities and encourage growth of commercial providers	Our continued investment in the Football Foundation has helped create a new £100 million funding agreement with the Premier League ("PL") and DCMS/Sport England for the PL & FA facility fund. We have also created a small sided development fund working with commercial providers.
Secure long-term leases and covenants with Sport England	This has proved very challenging given the public cuts affecting sport and leisure and work continues. We have successfully lobbied for planning legislation to be updated to protect the 'like for like' replacement facility provisions.
Develop sustainable funds and income models for new facilities	We are working on a pilot concept model in Sheffield with two others to follow.
Help local people improve and protect their own facilities	We have published a Playing Pitch Improvement Strategy and self help guide for clubs and we have also worked with some priority County FAs to support their relationship with Local Authorities around facility protection.

The Football Association Limited

Strategic report (continued)

Strategic objectives (continued)

Provide a safe and fun experience of football

Objective	Progress
Address the issue of referee abuse and negative touchline behaviour	Since the Respect Campaign started there has been a positive impact on player behaviour (red cards decreased by 13%) and non-player misconduct (spectators and officials) decreased by 10%. All dissent cautions are down 20%. Respect barriers are now used at 19% of matches and the Respect handshake at 13% of matches. Last season there were still 190 assaults against officials and over 380 incidents of improper conduct towards officials.
Ensure a referee for every game	Since 2009 there has been an 18% increase in the total number of active referees, and a 42% rise in the number of female referees. The objective of a referee for every affiliated match has been achieved.
Increase the number of Charter Standard mini-soccer and youth teams to ensure quality coaching and child protection standards	83% of all mini-soccer and youth football is now played in a Charter Standard environment.
Promote and support club welfare officers	Grassroots football's safeguarding policy and procedures have been revised to provide greater support e.g. policy and procedures checklists, with hyperlinks to all relevant best practice supporting documentation. A series of easy to read leaflets and online guides have also been developed to guide volunteers (coaches, referees, medics, tutors and club members) through the Criminal Record Check process.

Grow the women's game

Objective	Progress
Increase the number of women's and girls' teams	The number of adult female teams has grown by 18% since 2009 and there are now 26,000 women playing affiliated football. The number of youth female teams is currently 3,469.
Create a supporting pathway for talented girls	New Centre of Excellence network agreed and rolled out in 2013.
Develop an Elite Performance Unit ("EPU") and central contracts for England players	The EPU was introduced as part of the Gamechanger launch in 2013 and central contracts were created in conjunction with the FA Women's Super League ("FAWSL").
Use FAWSL to gain exposure to the women's game and make semi-professional women's football financially sustainable	The FAWSL was expanded to two divisions with over 100 hours of broadcast coverage in the 2014 season. Average attendances have reached 844 in the current season, up 64% from 512 in its first season, 2012.

Govern the game effectively – The FA, along with its key stakeholders, continues to tackle the big issues in the game in a consistent and transparent manner. On important issues that affect the whole game, from doping to betting, discrimination to financial regulation, existing rules have been applied consistently and fairly and with due regard for integrity of the game and its many varied participants.

The Football Association Limited

Strategic report (continued)

Strategic objectives (continued)

Ensure the right rules are in place for football

Objective	Progress
Identify the big issues affecting the whole game	The FA has collaborated with the game on identifying the need to address the issues of 'Inclusion and Anti-Discrimination', betting integrity, club finances and social media. Goal Line Technology was permitted following our successful lobbying at the International Football Association Board.
Ensure we have the right policies to address the big issues in the interest of the whole game	Agreement and implementation of the Inclusion and Anti-Discrimination Plan; a range of financial regulations and new rules on betting integrity have been introduced and new regulations on the use of social media have also been successfully developed.

Improve the decision making processes in football

Objective	Progress
Develop a process for considering policy matters	The FA continues to ensure that effective consultation takes place across the whole game when considering and determining policy decisions.
Develop a process for implementing policy decisions	Further changes to policy implementation procedures continue to be considered.
Simplify and clarify who is responsible for applying the rules	As with the implementation process, changes to roles and responsibilities also continue to be considered with the stakeholders across the game.

Applying the rules consistently and transparently

Objective	Progress
Work with leagues and County FAs to oversee application of rules	Through coordination with the leagues and County FAs, rules have been applied as appropriate across the game.
Review and refine those rules to ensure they are effective	An annual review of the Standard Code of Rules (step 7 and below), the Standardised Rules (steps 1-6) and the Standard Code of Youth Rules (youth leagues) have all helped clarify and create consistency at the right level of the game. Where appropriate there have been specific rules/action plans developed to focus on certain areas e.g. the Inclusion and Anti-discrimination action plan across the game.
Communicate decisions quickly and openly	Further improvements have been made to the on-field decision making process building on the existing fast track process. Communication has improved with more regular explanations of decisions and the development of the Governance website with clear explanations of the main disciplinary processes.

The Football Association Limited

Strategic report (continued)

Principal risks and uncertainties

There are a number of potential risks and uncertainties which could have a significant impact on the Group's long-term performance. There is an established Risk Management process in place. The Group's Senior Management Team and the Board review existing risks and identify new risks on a quarterly basis. Suitable controls are implemented and action plans are established to mitigate risks. Both the risks to achieving the Strategic Plan and financial risks are also reviewed in this process. These risks and uncertainties and the related controls and plans are monitored by the Group Audit Committee (see Directors' report on page 28) on a regular basis.

Strategic risks

Build winning England teams

The number of English qualified players playing at the top end of English football continues to decline, presenting a risk to the success of England teams at all levels. The potential solutions identified by The FA Chairman's England Commission are currently under review. There is a focus on the ongoing improvement in coaching to improve players' abilities, with coaching courses made more accessible, and on the quality and availability of playing surfaces.

The England senior team did not perform as well as hoped in Brazil. The depth of talent will be enhanced by the EPPP and enhancements to our talent identification and scouting processes. In addition, the Board are considering strategic investment in the coaching and performance services support we give our national teams.

Football for everyone

Achieving the established targets for participation are key for the Group and failure to do so could impact on our reputation, our funding from Sport England and the attractiveness of the Group's commercial assets. Changing lifestyles and the reduction in the availability of good quality facilities following Local and National Government spending cuts have increased this risk.

The targets are monitored monthly with actions developed when issues are identified. New, more flexible, playing formats are being implemented to fit better with players' lifestyles. The National Facilities Strategy is being implemented and a pilot project has commenced in Sheffield, creating a new facilities model in partnership with Sheffield City Council.

The Group aims to set a clear tone, policy and guidance for the game on all matters of discrimination, aware of the reputational damage were it to fail to do so. The Inclusion and Anti-Discrimination Plan is being implemented across the game, The Inclusion Advisory Board meet regularly and a reporting framework is in place.

Govern the game effectively

The development and implementation of robust governance procedures for the game is key to maintaining levels of participation and our reputation. The FA Rules and Regulations are reviewed annually, while specific policy areas are reviewed on an ad hoc basis and always following a high profile or controversial issue. The Board have agreed to invest further into our anti-doping programme for the 2014/15 season.

Incidences of match fixing undermine our reputation and impact negatively on participation. A robust framework of rules and regulations is in place, with recently agreed changes being implemented. A tariff has been established for non-reporting of approaches and other integrity matters. An education programme on match fixing and betting has also been implemented, and the rules strengthened around participant betting.

Financial risks

Commercial revenue

One of the most significant uncertainties for The FA is the future value of its main source of commercial revenues, being broadcasting and sponsorship rights. These are typically re-negotiated and sold on a four year cycle. Broadcasting, sponsorship and licensing revenues accounted for 54% (£180 million) of the Group's turnover in the year. Both domestic and international broadcast agreements are secured through to July 2018.

The coterminous nature of a significant number of commercial contracts is a clear risk and the Group is dependent on market conditions and the perception of the performance of the England senior men's team, the appeal of The FA Cup and the ability to fill Wembley Stadium. The Group is in a strong position now that all broadcasting rights are contracted through to July 2018. The Group has implemented a Commercial Strategy with the objective of securing sponsorship and supplier contracts for the Group's wide range of assets through to 2018. A significant proportion of the assets have been contracted and the Group continues to focus on selling the remaining rights.

The Football Association Limited

Strategic report (continued)

Principal risks and uncertainties (continued)

In addition to the contract and term risks identified above, there is also a significant credit risk due to the potential size of the agreements. The risks are heightened when dealing with overseas territories and broadcasters. To mitigate against the credit risk the following actions are taken:

- due diligence is performed on all potential partners;
- payment terms are negotiated so that cash is received in advance of rights issued;
- bank guarantees or letters of credit are secured as appropriate; and
- annual due diligence is performed on all significant commercial agreements.

Club Wembley revenue represented 17% of the Group's turnover in the year. Club Wembley box and premium seats have been contracted for an average of eight and ten years respectively, with the majority of these licences running through to 2017. While the principal risk in the long-term is renewal of the membership contracts, the short-term risk exists that some members do not pay their annual season fee. However, cash collection rates have been in excess of 96%.

Borrowing

The Group is carrying a significant level of borrowing in relation to the financing of the Stadium. The financing arrangements for Wembley National Stadium Limited (see Note 15) include certain cash flow covenants and these are forecast to be achieved based on Wembley's projections. While there remains headroom against its covenants, a significant downturn in Wembley's business plan could put Wembley National Stadium Limited in default of these covenants. Wembley Stadium is a key asset to the Group and The FA is committed to provide such financial support to Wembley National Stadium Limited that will mitigate this risk.

Expenditure

In addition to the specific factors described above, the overall mitigating factor for the Group is the significant level of discretionary expenditure in The FA's cost base. A significant element of The FA's expenditure is investment into the game and can be reduced without breaching legal commitments.

Inability to stage an event at Wembley Stadium

A major disaster, such as a terrorist attack, could have an impact on the ability to host an event at Wembley Stadium or affect people's willingness to attend matches and events. Such an incident could have the potential to significantly disrupt the operation of the business and could have an adverse effect on the Group's revenues. This risk is managed by having relevant insurance cover and through maintaining good working relationships with the Metropolitan Police Service, security services and intelligence agencies.

The Football Association Limited

Strategic report (continued)

Corporate social responsibility

While it is vital that we operate effectively and efficiently as a business, it is also important that we conduct ourselves in the right way. As a Group we are committed to being socially responsible. This commitment is central to our core values of Integrity, Collaboration, Excellence and Pride and is reflected in our environmental, ethical, charitable and community activities. Our corporate responsibility programme is about The FA ensuring that we continue to meet our responsibilities beyond the parameters of the game we support every day.

The Teenage Cancer Trust continued as The FA Group's official Charity Partner in 2013/14 and through staff and partner related fundraising activity we managed to raise over £300,000, more than matching the original £150,000 donation made from the proceeds of The FA Community Shield. The charity benefited from a range of unique opportunities for their patients and volunteers. Many of our Wembley events – including the Teenage Cancer Trust International when England played Scotland at Wembley – have proved a great way to celebrate and promote the partnership. The FA also continued to offer its support to two other charities which have a strong connection to the organisation. The Bobby Moore Fund and the Sir Bobby Robson Foundation do great work in the field of Cancer Research in memory of two special footballing men and we are proud to continue to support them both.

The FA is committed to working with the local community around both Wembley and the National Football Centre at St. George's Park. We have a close partnership with Brent Council which ensures that the benefits and opportunities of the Stadium are shared by the community at large. The Learning Zone is a dedicated classroom within the Stadium for use by local schools and continues to be a thriving asset for the community. Likewise FA employees offer their time to provide mentoring, work experience and open days for local schools who are seeking to provide help, guidance and opportunities for their pupils. Whenever possible tickets are distributed through the Council to local groups who want to be able to come and share the big event experience on their doorstep. St. George's Park, in its second year of operation, continues to provide a home for community football with up to 40 local teams playing there week in week out. St. George's Park is well on the way to meeting its commitment of creating 100 local apprentice opportunities in its first ten years.

Further afield, The FA's International Relations programme continues to offer expertise overseas in a range of areas, such as stadium safety and security, football administration, coaching, refereeing and sports science. It offers support, education and training programmes to fellow national associations, often in partnership with Government or NGOs. This year we have launched a formal partnership with the Afghanistan Football Federation, working with them in partnership with the UK Government, to build the capacity of their game from grassroots to the national team. As part of the Club England social responsibility programme, the England men's senior team visited and made donations to a number of community projects in Rio de Janeiro during the World Cup Finals. These included the Bola Pre Frente project which had been the focus of our community outreach when the team were in Brazil in 2013 as well.

Environmental policy

Environmental sustainability continues to be a key priority for the business and this was another successful year for The FA Group Green Team at Wembley, with the environmental strategy now embedded across the business and the Wembley Stadium Environmental Management System ("EMS") being certified by UKAS-accredited auditors to international environmental standard ISO 14001. The EMS continues to win awards such as the highest possible rating in the Industry Green certification and the Green Tourism Gold Star award. The EMS provides a framework for systematic management of environmental impacts, through clear objectives, quantifiable targets and rigorous procedures. The EMS has identified the priority areas for Wembley as: energy, waste, water, transport, procurement and communications.

Water consumption remains a key priority for 2014/15. A number of initiatives have been developed to reduce water consumption, including installing water saving devices in all toilet blocks, with a goal of reducing the average water consumption by 20% on both event days and non-event days from 2009-2011 consumption levels.

Wembley Stadium continues to develop and promote its Green Travel Plan. At the beginning of 2014 a secure bike shelter was installed at the Stadium in response to staff requests. Staff members continue to be encouraged to use public transport and reduce car use through the Travel Card Season Ticket Loans programme and the Cycle to Work scheme. The Green Travel Plan is currently being supported by two campaigns promoting sustainable methods of transport as an alternative to car travel.

The Football Association Limited

Strategic report (continued)

Corporate social responsibility (continued)

By working closely with Veolia Environmental Services and other stakeholders, Wembley Stadium continues to proudly operate as a 'zero waste to landfill' venue. In 2014 the Stadium Technical Services Associate Director, with the Sustainability Manager, are spearheading a renewed focus on waste re-use and recycling to ensure the Stadium maintains its excellent record in waste management.

Wembley Stadium continually runs engagement campaigns to raise awareness and educate staff on the waste reduction and travel initiatives. The Green Team is also, for the first time, engaging with visitors and fans through a social media strategy. New starters at The FA are also introduced to the EMS and the Stadium's sustainability programmes in their inductions. The Stadium hosts an annual Green Week to engage staff through environment and sustainability-themed activities.

In 2014/15 Wembley aims to achieve the targets detailed below:

- Reduce water consumption by 20% based on average water consumption from 2009-2011 levels;
- Maintain the average gas consumption set by the baseline years 2009-2011;
- Maintain the average electricity consumption set by the baseline years 2009-2011;
- Reduce the quantity of office waste per full time employee by 5% based on 2012 levels; and
- Achieve a total re-use and recycling rate of 85%.

Approved by the Board of Directors
and signed on behalf of the Board on 20 November 2014



Alex Horne

General Secretary, The Football Association

The Football Association Limited

Strategic report (continued)

Financial review

Overview

The Financial review is for the Football Association Limited and its subsidiaries (the "Group") for the year ended 31 July 2014.

The FA's remit is to protect and grow the game of football in England. To do this The FA seeks to generate commercial revenues from its core activities and assets and aims to maximise the amount that it can invest directly into football. As with any organisation, The FA manages its finances and cash flows based on a short, medium and long-term outlook to ensure that the organisation is not unduly exposed to external risks and factors beyond our control.

In 2013 the Group changed its accounting reference date from 31 December to 31 July. This change was introduced to better align the financial information it presents publicly to the information it uses internally to manage the business on a day-to-day basis. The statutory financial statements are now aligned with the football season and our underlying broadcasting, sponsorship and Club Wembley agreements.

As a result of this change, the 2013 financial statements presented the financial performance of the Group over the seven month period from 1 January 2013 to 31 July 2013 ("2013"). In order to provide a meaningful comparative, sections of this year's Financial review compare the audited 2014 results with the unaudited results for the year ended 31 July 2013 ("2012/13"). This Financial review is set out in two sections, comparing the 2014 results to the audited prior year comparatives, below, and to the unaudited prior year comparatives, overleaf.

Audited financial results for the year ended 31 July 2014 and audited results for the seven months to 31 July 2014

The audited financial statements for the year ended 31 July 2014 show that the Group's turnover was £332 million (2013: £209 million). Cost of sales for the year was £72 million (2013: £40 million), generating gross profit of £261 million (2013: £169 million).

The Group incurred operating expenses of £228 million (2013: £131 million), which included investments into football of £115 million (2013: £68 million) and depreciation of £35 million (2013: £20 million). Net finance charges of £23 million (2013: £13 million) were also incurred, which largely relate to the syndicated bank loan used to fund the construction of Wembley Stadium as well as interest on the finance lease which funded the construction of the hotel at St. George's Park.

The Group incurred a tax charge of £4 million (2013: £5 million), delivering a profit after tax of £6 million (2013: £20 million).

The profit after tax is reduced by the actuarial loss on the final salary pension scheme of £1 million (2013: £3 million) resulting in a total recognised gain in the year of £4 million (2013: £17 million).

Balance sheet and cash flow

Wembley Stadium and St. George's Park are the Group's key tangible fixed assets. Tangible fixed assets, decreased by £25 million to £649 million (2013: £674 million). The decrease represents the depreciation charge in the year of £35 million partly offset by fixed asset additions, predominantly investments in Wembley Stadium.

The Group has total debtors of £86 million (2013: £79 million), which include amounts owed from sponsors, broadcasters and Club Wembley members, in addition to prepayments and accrued income.

The main liabilities on the balance sheet are the bank loans associated with the Stadium funding and finance lease obligations on the lease and leaseback facility for the hotel at St. George's Park. The bank loans outstanding in relation to the Stadium funding amount to £263 million (2013: £274 million), net of unamortised arrangement fees, of which £11 million (2013: £10 million) is repayable within one year. The Group continues to make both the mandatory and target repayments. The outstanding obligation under the finance lease for St. George's Park is £50 million (2013: £50 million).

The net assets of the Group as at 31 July 2014 have increased by £4 million over the previous twelve months, to £161 million (2013: £157 million).

There was a net cash inflow in the year from operating activities of £73 million (2013: £44 million). During the year the Group made net interest payments of £22 million (2013: £14 million), paid corporation tax of £6 million (2013: £8 million), incurred net capital expenditure and financial investment of £11 million (2013: £9 million) and made bank loan repayments of £11 million (2013: £nil). Overall there was an increase in cash and cash equivalents of £22 million (2013: £14 million), the Group invested £20 million (2013: £15 million) in treasury deposits, resulting in increased cash in the year of £2 million (2013: decrease of £1 million).

The Football Association Limited

Strategic report (continued)

Financial review (continued)

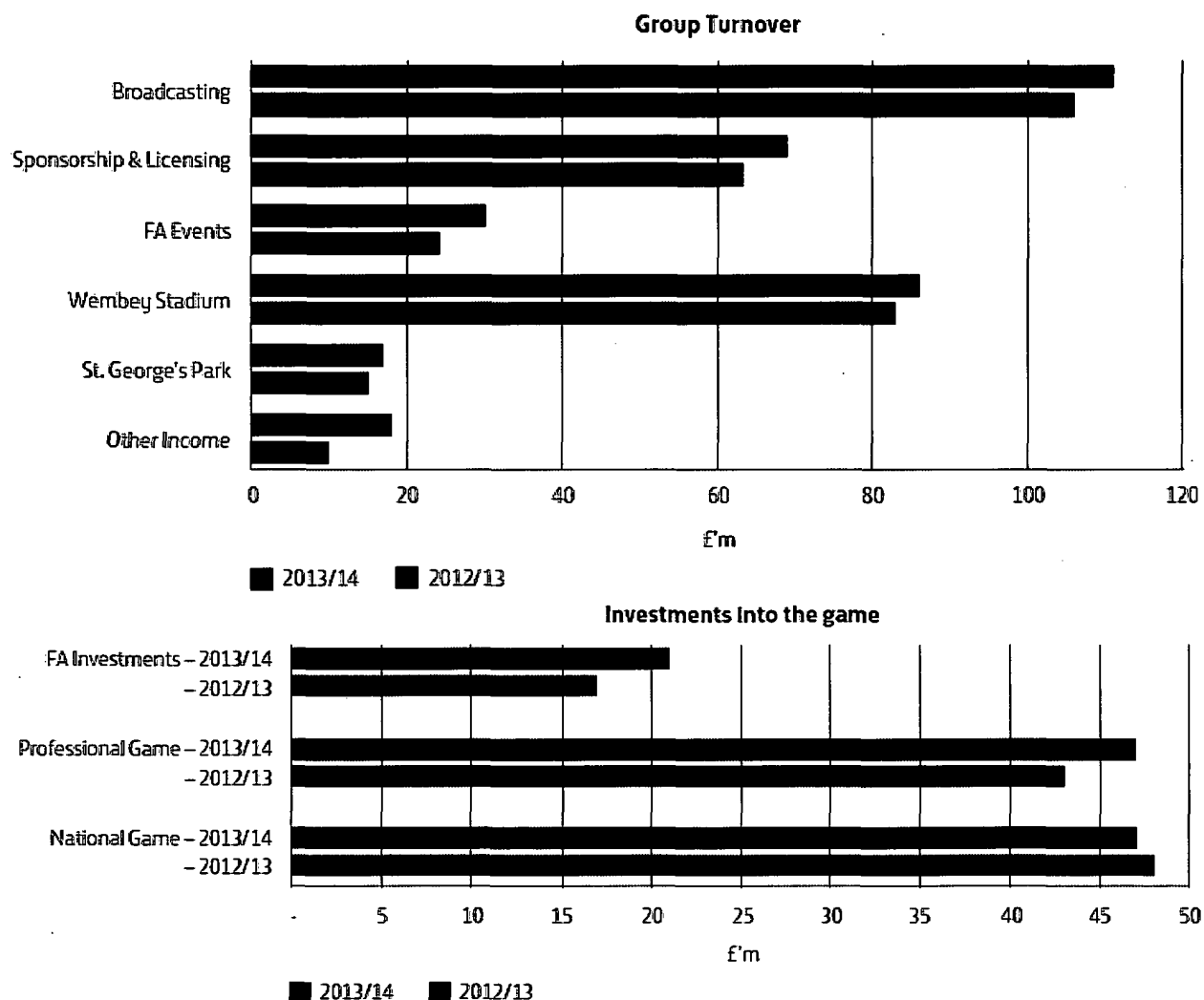
Audited financial results for the year ended 31 July 2014 and unaudited results for the year ended 31 July 2013

In order to provide a meaningful comparison, the remaining sections of this Financial review discuss the audited results for the year ended 31 July 2014, compared to the unaudited results for the year ended 31 July 2013 ("2012/13").

Summary

	2013/14 £m	2012/13 £m	Change £m
Turnover	332	299	33
Cost of sales	(72)	(61)	(11)
Gross profit	260	238	22
Investment into the game	(115)	(108)	(7)
Other operating expenses	(113)	(102)	(11)
Operating profit	32	28	4

Turnover and investments into the game for the year ended 31 July 2014 compared with the year ended 31 July 2013:



The Football Association Limited

Strategic report (continued)

Financial review (continued)

The 2013/14 season saw the Group invest a record amount of £115 million into the game (2012/13: £108 million). The Group increased its investments into Coaching & Participation, Women & Girls football, Disability football and Refereeing among other areas. The investments into the game are critical to supporting The FA Group's strategic objectives.

Increased investment into the game was supported by strong revenue growth in the season to £332 million (2012/13: £299 million). The growth in revenue was led by the Group's two largest revenue streams, Broadcasting, which increased by £5 million, and Sponsorship & Licensing, which increased by £6 million. In addition, the eight England games hosted at Wembley Stadium in preparation for the 2014 FIFA World Cup led to an £8 million increase in FA Events income.

The FA has sold all of its long-term broadcasting rights through to July 2018 (domestic and international) and is currently renewing a number of key partnership sponsorship contracts. The FA is committed to providing stability and long-term investment in key projects whilst ensuring that the Group has adequate reserves and a robust financial position.

As outlined above, Wembley Stadium hosted eight England matches during 2013/14, its first boxing match since the stadium was rebuilt and a number of non-sporting events, including three One Direction concerts. While revenue generated from non-FA events at the stadium was unchanged from 2012/13, growth in Club Wembley of £3 million and across other revenue streams resulted in Wembley Stadium's revenue increasing to £87 million (2013/2013: £83 million). In the longer term, Wembley Stadium will generate profits that will support further investments into the game by the Group.

The changes in the Group's revenues led to increased cost of sales by £11 million to £72 million (2012/13: £61 million), which is predominantly due to costs of £5 million for participating in the 2014 FIFA World Cup, £3 million for delivering the events calendar at Wembley Stadium and £1 million for generating increased commercial revenues.

Operating costs increased by £18 million to £228 million (2012/13: £210 million), partly due to increased investments into the game of £7 million that is critical to supporting The FA's long-term strategic aims. Other increases include an increase in Wembley Stadium's operating expenses, costs associated with the first full year of operation for St. George's Park, additional investments in The FA's coaching and scouting staff, the England Supporters Club and The FA Chairman's England Commission.

Turnover

A detailed breakdown of the Group's turnover is given below:

	2013/14 £m	2012/13 £m	Change £m
Broadcasting	111	106	5
Sponsorship & Licensing	69	63	6
FA Events	30	22	8
FA Grants	9	6	3
St. George's Park	17	15	2
Other Income	9	4	5
Wembley Stadium			
Club Wembley	57	54	3
Wembley Events	24	24	-
Other Income	6	5	1
	332	299	33

The sale of broadcasting rights for FA Cup and England matches was The FA Group's largest source of revenue in 2013/14, generating income of £111 million (2012/2013: £106 million). Additional revenue was generated from the higher number of England matches played in the 2013/14 season in celebration of The FA's 150th year and in preparation for the 2014 FIFA World Cup.

Domestic and international broadcasting rights have both been sold through to July 2018. The domestic broadcasting rights for the four seasons from August 2014 to July 2018 were acquired by ITV for England friendly matches and by BBC and BT Sport for The FA Cup coverage. In addition, broadcasting rights for England matches in UEFA competitions, including qualifying matches, are sold centrally by UEFA from August 2014.

The Football Association Limited

Strategic report (continued)

Financial review (continued)

Revenue generated from Sponsorship and Licensing increased by £6 million in 2013/14. EE was announced as the lead partner to Wembley Stadium in February 2014 and in addition to the financial contribution, the partnership includes planned investments in Wembley Stadium's technological infrastructure. Additional revenue was generated from continued growth in the Group's sponsorship programme.

Vauxhall remains as England's lead partner and after a successful three year partnership with Budweiser a new FA Cup Lead Partner will be announced for the 2014/15 FA Cup competition. The Group was pleased to renew its partnerships with a number of key sponsors. New agreements with Vauxhall, Mars, William Hill, Carlsberg and Lucozade all commence from the start of the 2014/15 season.

Long-term partnerships with the Group's sponsors continue to provide direct and indirect investment into grassroots football in England. In particular the Skills Programme with Tesco, Mars Just Play scheme and the Vauxhall Mash-Up concept have contributed to The FA's strategic objective of 'football for everyone'.

FA Events income of £30 million (2012/13: £22 million) predominantly relates to gate receipts from the home England matches and the latter stages of The FA Cup held at Wembley Stadium. The increase is mainly due to there being eight England home games in 2013/14 compared to four home games in the 2012/13 season. Additional matches were hosted at Wembley Stadium in celebration of The FA's 150th year and in preparation for the 2014 FIFA World Cup.

Grant income of £9 million (2012/13: £6 million) predominantly relates to income from Sport England and UEFA and finances a number of the National Game initiatives including; girls football development, support for the Mars Just Play scheme, development of small-sided football, grassroots disability, grassroots coaching and the Respect campaign. The increase in grant income of £3 million from 2012/13 relates to increased funding from Sport England under the Whole Sport Plan to promote participation. The increased funding will be used to promote increased participation across a wide cross section of society, including women & girls football, those in higher education, after school clubs and in creating pathways between casual football and organised football.

St. George's Park is a base for the 24 England teams and FA Learning, The FA's educational department. Revenue is generated from the onsite Hilton hotel, the FA Learning courses and sponsorship income. The increased revenue of £2 million from 2012/13 is largely due to the facility only being officially opened in October 2012.

Other income of £9 million (2012/13: £4 million) includes income from tournaments, disciplinary fines and England fans membership. The increased revenue is due to income from the 2014 FIFA World Cup.

Revenue generated by Wembley Stadium increased by £4 million to £87 million (2012/13: £83 million). Revenue generated from Club Wembley seat and private boxes increased by £3 million in the 2013/14 season to £57 million.

The 2012/13 season saw Wembley host the UEFA Champions League final, the Gold medal matches of both the men's and women's Olympic football tournaments and four Robbie Williams concerts. Highlights in the 2013/14 season included Wembley hosting its first boxing match in the rebuilt stadium, an additional NFL match and a strong concert line up, including a very successful run of three nights of One Direction concerts. The revenue Wembley Stadium generated from non-FA events was £24 million in both the 2012/13 and 2013/14 seasons.

Other income generated by Wembley Stadium includes sales from the onsite shop, tours of the stadium and conference and banqueting events which have all grown during the 2013/14 season.

The Football Association Limited

Strategic report (continued)

Financial review (continued)

Expenditure

The Group's costs and investments into the game increased by £29 million in the season, to £300 million (2012/13: £271 million), and this is summarised below:

	2013/14			2012/13			Change
	Cost of sales £m	Operating expenses £m	Total £m	Cost of sales £m	Operating expenses £m	Total £m	£m
Club England	17	6	23	11	5	16	7
Football Governance and Development	1	10	11	1	8	9	2
Commercial, Marketing and Communications	17	3	20	16	2	18	2
FA Events	3	-	3	2	-	2	1
Running The FA	-	20	20	-	19	19	1
Wembley	28	30	58	25	26	51	7
St. George's Park	6	9	15	6	8	14	1
Depreciation	-	35	35	-	34	34	1
	72	113	185	61	102	163	22
Investments into the game	-	115	115	-	108	108	7
	72	228	300	61	210	271	29

Club England includes all the costs associated with running England's 24 teams including men's, women's, youth and disability sides. Total expenditure increased by £7 million to £23 million (2012/13: £16 million), with the additional costs incurred in the men's senior team attending the 2014 FIFA World Cup, the men's Under-20s attending the Toulon Tournament, more women's senior team games and further investment in the technical coaching staff for the women's teams.

Football Governance includes areas such as disciplinary, compliance, refereeing, agents, financial matters and doping control, while Football Development encompasses all ages, backgrounds and abilities in terms of participation and equality. Additional investments to improve grassroots participation, technical coaching staff and scouting have resulted in a £2 million increase in costs to £11 million (2012/13: £9 million).

Commercial, Marketing and Communications includes the cost of supporting two of the Group's key revenue streams, being broadcast and sponsorship and also the costs to support our external stakeholder communications. Commercial, Marketing and Communications costs in the season increased by £2 million to £20 million (2012/13: £18 million). Investment in Commercial and Marketing resources has helped to drive increased broadcasting and sponsorship revenue in 2013/14 and in new contracts commencing in 2014/15.

The increase in FA Event costs to £3 million (2012/13: £2 million) relates to the costs of hosting four additional England games at Wembley Stadium in the 2013/14 season.

Running The FA includes the costs of The FA Council, the executive office, Finance, HR, IT and Legal. Total expenditure increased by £1 million to £20 million (2012/13: £19 million) due to the additional costs in developing The FA Chairman's England Commission and The FA's continued investment in the Whole Game IT system, which aims to reduce the cost of the administration of football across the game.

Wembley costs increased to £58 million (2012/13: £51 million). A number of factors have contributed to this cost increase, including event costs due to there being two more events in 2013/14 than 2012/13, catering costs to support private box sales, rebranding and new uniforms following the announcement of EE as Wembley Stadium Lead Partner and research and consultancy fees incurred in planning for renewal of the Club Wembley seat licences in 2017.

St. George's Park opened in October 2012 and the increase in costs of £1 million to £15 million (2012/13: £14 million) is due to 2013/14 being the first full year of operation. This also contributed to the slight increase in the Group's annual depreciation charge to £35 million (2012/13: £34 million).

The Football Association Limited

Strategic report (continued)

Financial review (continued)

Investments into the game

The Group invested £115 million into the game in 2013/14 (2012/13: £108 million) with increased investment in areas including Coaching & Participation, Refereeing and Women & Girls football. Investment into the game represents 35% (2012/13: 36%) of the Group's turnover. The FA's investment into the game is divided across the Professional Game (the Premier League and the Football League), the National Game and some central FA investments.

	2013/14			2012/13		
	National Game	Professional Game	FA Investments	Total	Total	Change
	£m	£m	£m	£m	£m	£m
Coaching & Participation	4	1	5	10	6	4
County FAs	15	-	3	18	19	(1)
Disability	1	-	1	2	1	1
Equality & Child Protection	-	-	1	1	1	-
FA Cup	4	28	-	32	32	-
Football Foundation	13	-	-	13	15	(2)
Football League	-	3	-	3	3	-
Elite Player Performance Plan	-	9	-	9	8	1
Leagues & Competitions	4	-	-	4	4	-
Professional Footballers' Association	-	2	-	2	2	-
Refereeing	-	2	2	4	3	1
Women & Girls	-	-	4	4	2	2
Other Investments	6	2	5	13	12	1
	47	47	21	115	108	7

In 2013/14 a total of £47 million (2012/13: £43 million) was distributed to the Professional Game. The FA Cup, which comprises prize funds, TV broadcast fees and The FA Cup Pool distributions to clubs accounts for £28 million (2012/13: £28 million) of this, with the remainder being direct grants to the Football League of £3 million (2012/13: £3 million), initiatives to develop promising young players through the Elite Player Performance Plan of £9 million (2012/13: £8 million), funding for the Professional Footballers' Association of £2 million (2012/13: £2 million), distributions to the Professional Game Match Officials of £2 million (2012/13: £1 million), Coaching and Participation of £1 million (2012/13: £nil) and other investments into the game of £2 million (2012/13: £2 million), which includes financial governance, stadia safety and security and international relations.

A total of £47 million (2012/13: £48 million) was distributed through the National Game into grassroots football. This includes distributions to the Football Foundation of £13 million (2012/13: £15 million), distributions from The FA Cup of £4 million (2012/13: £4 million), distributions to County FAs of £15 million (2012/13: £17 million), initiatives to improve Coaching & Participation of £4 million (2012/13: £2 million), support to various grassroots Leagues & Competitions of £4 million (2012/13: £4 million), investments into grassroots Disability football of £1 million, (2012/13: £nil) and other investment in the game of £6 million (2012/13: £6 million) in relation to the National Game Strategy.

An additional sum of £21 million (2012/13: £17 million) was invested into projects that span the whole game including women & girls football, elite disability football, The FA's Respect programme, FA Learning, medical and exercise science, safeguarding children and talent identification.

The Football Association Limited

Strategic report (continued)

Financial review (continued)

Net result

The Group's operating profit increased by £4 million to £32 million (2012/13: £28 million), as a result of the movements in revenue and costs explained in the sections above.

Net finance charges in 2013/14 were £23 million (2012/13: £23 million), principally being the interest on the bank loans raised to finance construction of Wembley Stadium of £21 million (2012/13: £21 million) and the lease interest on the financing associated with the hotel at St. George's Park of £3 million (2012/13: £3 million), partly mitigated by £1 million (2012/13: £2 million) of bank interest receivable.

The Group incurred a tax charge of £4 million in the year, which comprises a current tax charge of £5 million, offset by a deferred tax credit of £1 million.

The profit after tax is reduced by the actuarial loss on the final salary pension scheme of £1 million, resulting in a total recognised gain in the year of £4 million.



Andrew Crean

Group Chief Financial Officer, The Football Association

The Football Association Limited

Directors' report

The directors present their annual report and the consolidated financial statements for The Football Association Limited and its subsidiaries (the "Group") for the year ended 31 July 2014.

Going concern

After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the directors continue to adopt the going concern basis in preparing the annual report and financial statements.

Dividends

In accordance with The FA's Articles of Association, no share shall entitle the holder thereof to any payment in respect of dividend.

Equal opportunities

The FA Group actively promotes equal opportunities in employment and welcomes applications from all sections of the community. We are committed to inclusive practices and treating all applicants, employees and participants fairly, regardless of age, gender, race, nationality, ethnic origin, colour, sexual orientation, gender reassignment, marital status, religion or belief, ability or disability.

The FA's commitment is to work in partnership with all the football bodies and campaign groups such as Kick It Out to implement a zero tolerance policy to discrimination in all its forms.

The FA Group is committed to equality monitoring of its employees and we are in the process of implementing an online system to collate the relevant data to inform our inclusion practices and to identify areas of support that are required for the workforce.

The FA Group has an Inclusion Advisory Board with a remit that includes advising The FA on widening diversity in The FA Group's wider football workforce.

Disabled employees

Applications for employment by disabled persons are always fully considered, bearing in mind the abilities of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the Group continues and that appropriate training is arranged. It is the policy of The FA Group and the Company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

Employee consultation

The Group places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the Group. This is achieved through formal and informal meetings, an Employee Consultation Forum, staff surveys, a proactive Get Involved staff engagement programme and a recently enhanced staff intranet.

Financial risk management objectives and policies

Details of the Group's financial risk management objectives and policies can be found in the Principal risks and uncertainties section of the Strategic report on page 14 and form part of this report by cross-reference.

The Football Association Limited

Directors' report (continued)

Corporate governance

The Board

The Board is responsible for The FA's overall strategy, all financial matters and oversees operating and financial performance and the system of internal control.

The Board receives written reports from the General Secretary and Group Chief Financial Officer as standing items at each meeting, considers other matters which require formal noting or approval and also receives reports from its committees and subsidiary companies.

The Board comprises 12 directors, being the Chairman, the General Secretary, two independent non-executive directors, four non-executive directors from the National Game and four non-executive directors from the Professional Game.

Non-Executive Chairman: Greg Dyke

Greg became the Independent Chairman of The Football Association in July 2013. He has worked as Director General of the BBC and Managing Director of London Weekend Television and is also currently Chairman of both the British Film Institute and Europe's largest theatre group, ATG. Greg has been Chancellor of the University of York since 2004. From a footballing perspective, he was a Director of Manchester United in the late nineties and took the role of Non-Executive Chairman at Brentford between 2006 and 2013, the team he supported as a boy.

Executive Director: Alex Home, General Secretary

Alex was appointed General Secretary of The FA Group in May 2010 as the leading executive officer for The FA Group. He also serves on UEFA's National Team Competitions Committee. As The FA's Chief Operating Officer from July 2008 to May 2010, he was responsible for the delivery of all Corporate Services across The FA Group structure, including finance. He was also the executive lead on the development of St. George's Park. As Managing Director of Wembley Stadium from December 2006 to July 2008, Alex was responsible for the delivery of the Stadium's events and all areas of its day to day operation after ensuring a smooth handover from Stadium constructors Multiplex. Prior to joining The FA in 2003 as Finance Director, Alex qualified as a Chartered Accountant with PricewaterhouseCoopers specialising in business improvement and corporate turnaround assignments. Alex is also Chairman of the NSPCC Sports Board, a volunteer fundraising Board.

National Game representatives

Barry Bright

Barry serves as one of the four National Game Directors on The FA Board and is also the Leader of The FA Council. Barry was first appointed on to The FA Council in 1984 and is now a Vice-President of The FA and a member of the National Game Board, Judicial Panel, National Game Finance Committee and League Finance Committee. Barry also serves as a Trustee of The FA's National Sport Centre Trust, Youth Trust and Benevolent Fund and is a Director of the National Football Centre Limited. A retired surveyor/estate agent, Barry has previously served as Chairman of Sittingbourne FC and Chief Executive of Gillingham FC and was a member of the Kent Police Authority. Barry is the Chairman of Kent County Football Association and his role extends into international football, serving as a member of UEFA's Disciplinary Appeals Body.

Roger Burden

Roger was first appointed onto The FA Board in 2001, having been appointed to The FA Council in 1995. He is a Vice-Chairman and Vice-President of The FA. He is Chairman of both the National Game Board and the Judicial Panel. Roger also serves on the Finance Sub-Committee, Protocol Committee, Nominations Committee, National Game Finance Committee and Remuneration Committee, the latter two of which he also chairs. He is the Chairman of Gloucestershire County FA and is also an FA representative on the Football Foundation. Roger is a former Chief Executive and Chairman of Cheltenham & Gloucester Plc and is a Fellow of the Chartered Institute of Bankers. He holds an Honorary PhD from the University of Gloucestershire, awarded in recognition of his contribution to Sport and Financial Services.

Michael Game

Michael was appointed on to the Board in 2006 having previously been appointed on to The FA Council in 1999. Michael serves on the National Game Board, Finance-Sub Committee, Nominations Committee and Health and Safety Committee, the latter of which he chairs. As Chairman of the Women's Football Board, Michael plays an instrumental role in the development of women's football. He also chairs the Sanctions and Registrations Committee and is a member of the National Game Finance Committee and Football Regulatory Authority. Michael is The FA representative for Essex County FA and has held various roles with amateur leagues within Chelmsford. Michael's

The Football Association Limited

Directors' report (continued)

professional career included a number of senior positions with the electricity supply industry and he was also a former member of Chelmsford Borough Council.

Mervyn Leggett

Mervyn was appointed on to the Board in 2010 and is a Vice-President of The FA, having previously been appointed as the representative for Worcestershire County FA in 1992. He serves on the National Game Board, Women's Football Board, Women's Committee, Leagues' Committee and Facilities Committee. Mervyn also serves as a Trustee of The FA's National Sport Centre Trust, Youth Trust and Benevolent Fund. Mervyn had a career in the Sports Insurance industry prior to being appointed as the Chief Executive of Worcestershire County FA, a position he stepped down from in 2012.

Professional Game representatives

Nicholas Coward

Nic was appointed onto the Board in September 2014 when he also became a representative of The FA Premier League on The FA Council. Nic is the General Secretary of The FA Premier League having previously worked for The FA as its first in-house lawyer. Nic was previously Chief Executive of the British Horseracing Authority and serves on the board of the European Leagues Association and UEFA's Professional Football Strategy Council.

David Gill

David was appointed on to the Board in July 2006 and is a Vice-Chairman of The FA. David is also Chairman of the Professional Game Board and serves on the Finance Sub-Committee. He was appointed onto The FA Council as a representative of The FA Premier League in 2004. David is a member of UEFA's Executive Committee having been elected in May 2013. A chartered accountant by profession, David was formerly Chief Executive of Manchester United FC having been previously appointed as the Club's Finance Director in 1997. He remains a non-executive director of the Club. David has previously held finance roles at Proudfoot Consulting Plc and First Choice Holidays Plc.

Keith Lamb

Keith joined the Board in 2011 following his appointment onto The FA Council as a representative of the Football League in 2007. Keith serves on the International Committee, FA Cup Committee, Professional Game Board, Finance Sub-Committee and Remuneration Committee. Keith is a chartered accountant by profession and served as the Chief Executive of Middlesbrough FC until 2011 during which time he oversaw the move from Ayresome Park to the Riverside Stadium. He remains a non-executive director of the Club and a member of the Football League Board.

Ian Lenagan

Ian was appointed onto the Board in 2014 following his appointment onto The FA Council as a representative of the Football League in 2013. Ian also serves on the Professional Game Board, is a Director of Oxford United FC and serves on the Board of the Football League as a representative for clubs in League 2. Ian is also Chairman of rugby league club Wigan Warriors.

Independent Non-Executive Directors

Roger Devlin

Roger was appointed on to the Board in 2012 and brings a genuine passion for sport and football. He was awarded a golf blue while reading law at Oxford, served as a Director of PGA European Tour Courses between 2000 and 2002, and is a member of the R&A and the Racehorse Owners' Association. Roger was an executive director of Hilton International and Ladbrokes and now chairs a number of substantial private companies including Satellite Information Services, and Marstons the FTSE 250 pubs and brewery group. He has been a financial advisor to a number of Premier League clubs and demonstrates an excellent understanding of the business of football, as well as being a valued counsellor to St. George's Park. Roger serves on The FA's Group Audit Committee and Finance Sub-Committee, the latter of which he chairs.

Heather Rabbatts CBE

Heather became The FA's first female Board member when she was appointed in 2012. Heather was born in Kingston, Jamaica, trained as a barrister but made her name as the youngest local authority chief executive and subsequently went on to run the London Boroughs of Lambeth, Merton and Hammersmith and Fulham. She then left the public sector and worked in the private sector, primarily in media, before becoming the Executive Deputy Chair of Millwall FC in 2006. Heather has held a number of senior positions including Governor of the BBC and the London School of Economics, Trustee of the British Council, and a non-executive director of Crossrail, the UK Film Council, Bank of England, Grosvenor and the Royal Opera House. She was awarded a CBE in the 2000 New Year Honours list. Heather serves on The FA's Remuneration Committee and chairs the Inclusion Advisory Board.

The Football Association Limited

Directors' report (continued)

Independence

The Articles provide the definition of independence for the independent non-executive directors and the Chairman. At the time of their appointment, the Chairman or independent non-executive directors shall not be a member of The FA Council or be an employee, director or officer, or have a material business relationship with an organisation within the football family.

The Chairman and independent non-executive directors are appointed by the Council following a recommendation by the Nominations Committee and endorsement by the Board on a three-year term of office. The General Secretary is appointed by the Board. The National Game directors are elected by the National Game Representatives on Council and each is subject to re-election at least every three years. The Professional Game directors are appointed annually by The FA Premier League (two directors) and The Football League (two directors).

There is a clear division of responsibility between the roles of Chairman and General Secretary. The Chairman provides strong leadership for the Board on all aspects of its role and maintains effective relationships with key stakeholders in football both domestically and internationally. The General Secretary has executive responsibility for delivering strategies and programmes in line with the Board's direction.

In 2014, the Board underwent an externally facilitated Board effectiveness review. This took the form of one-to-one interviews with each director and executives who regularly attend Board meetings and observation of a Board meeting. The results of the review were reported to the Board in February 2014 and an action plan was subsequently agreed in April 2014.

The Board is empowered to appoint committees, incorporating independent membership, as it considers appropriate. The committees of the Board are:

- The National Game Board (with a number of sub-committees);
- The Professional Game Board (with a number of sub-committees);
- Group Audit Committee;
- Group Remuneration Committee;
- Nominations Committee;
- Finance Sub-Committee;
- Inclusion Advisory Board;
- Women's Football Board;
- Club England Management Board; and
- Health and Safety Committee.

Group Audit Committee

The Board is responsible for the Company's system of internal control and for reviewing its effectiveness at least annually. Such a system is designed to manage, rather than eliminate, the risk of failure to achieve business objectives and can only provide reasonable, and not absolute, assurance against material misstatement or loss.

The FA Board has established a Group Audit Committee (the "GAC") with a mandate to provide independent oversight on the following matters across The FA Group:

- Governance, including risk management and internal control;
- External audit arrangements;
- Internal audit arrangements;
- The appropriateness of financial reporting; and
- Compliance, whistleblowing and fraud.

The GAC's remit includes all operations and activities undertaken by The FA Group, covering the consolidated Group and the individual entities: The Football Association Limited, Wembley National Stadium Limited, National Football Centre Limited and FA Learning Limited.

The GAC comprises an independent chairman, I Nunn, alongside R Devlin (Board director) and two independent non-Board members, N Humby and V Vaghela. The independent non-Board members have no connections with The FA such as through a material business relationship or by representing a shareholder. As well as bringing independence and objectivity, non-Board members are appointed onto the GAC in view of the skills, experience and professional qualifications they can bring to the role. The GAC typically meets four times per year, with one meeting including the review of the financial statements of the Group.

The GAC reviews reports from management, internal audit and external audit on the Group's system of internal control and risk management, specifically those that support the integrity of the financial statements. The GAC also reviews

The Football Association Limited

Directors' report (continued)

and, where necessary, challenges the judgements of management in relation to the preparation of the financial statements.

Group Remuneration Committee

The Group Remuneration Committee is chaired by R Burden, and comprises K Lamb, H Rabbatts CBE and G Dyke. It is responsible for advising the Board on the pay and terms and conditions of the General Secretary and members of senior management. In discharging its duties, the Group Remuneration Committee takes independent advice where appropriate. The remuneration policy is designed to attract, retain and motivate executive directors to deliver the business strategy. Remuneration arrangements for senior positions incorporate performance measures which link to the business plan and individual performance criteria.

Nominations Committee

The Nominations Committee is appointed and meets as and when required and has responsibility for identifying and nominating candidates for the positions of independent non-executive director and Chairman. In doing so, the Committee uses the services of external recruitment consultancies and openly advertises the positions.

Finance Sub-Committee

The Finance Sub-Committee is chaired by R Devlin and comprises G Dyke, R Burden, M Game, D Gill, K Lamb and A Horne. The Committee makes recommendations to the Board on the approval of key financial issues, including the annual budgets for The FA Group, the National Game and Professional Game, and The FA Group's cash forecasts and medium term financial plan.

Inclusion Advisory Board

The Inclusion Advisory Board ("IAB") was established in 2013 and provides advice to the Board in respect of inclusion matters, including the monitoring of football's Inclusion and Anti-Discrimination Action Plan. The IAB is chaired by H Rabbatts CBE and comprises T Win and P Clayton (FA Council Members) and G Le Saux, S Alexander, J Cook, R Akhtar, R Jain and P Elliott who are each independent from The FA and represent respective areas of inclusion and anti-discrimination.

Women's Football Board

The Women's Football Board ("WFB") manages all strategic and operational matters relating to women's and girls' football within the policy framework and budget set by the Board. This includes the management of The FA Women's Super League. The WFB is chaired by M Game and comprises M Leggett, S Hough MBE, E Oram and K Simmons.

Club England Management Board

The Club England Management Board ("CEMB") was established in 2010 and manages all matters relating to the England youth, men's and women's representative teams. The CEMB is chaired by G Dyke and comprises A Horne, A Bevington, D Ashworth and M Farrer.

Health and Safety Committee

The Health and Safety Committee is responsible for overseeing health and safety matters within The FA Limited and to ensure that The FA is discharging its statutory and regulatory obligations. The Committee is chaired by M Game and comprises other members of The FA's executive.

The FA Council

The role of The FA Council is to regulate football matters including disciplinary matters, referees and match and competition sanctioning.

The FA Council delegates areas of responsibility to numerous standing committees, sub-committees and working groups. The current standing committees are: Referees Committee, Protocol Committee, Leagues Committee, Membership Committee, Sanctions & Registrations Committee, Alliance Committee, Youth Committee and Representative Matches Committee.

The Council comprises representatives from different constituencies of the game, including County FAs, the Premier League and Football League, various leagues within the National League System, managers, players and supporters.

The Football Regulatory Authority ("FRA") is the regulatory, disciplinary and rule-making body of The FA. Membership of the FRA consists of four representatives from each of the National Game and Professional Game and a further four independent members.

The Judicial Panel is a group of individuals from which Regulatory Commissions and Appeal Boards are drawn. This includes Council Members, individuals with experience of the game of football and professionally qualified members

The Football Association Limited

Directors' report (continued)

such as Barristers and Solicitors. The Regulatory Commissions have the authority to impose penalties or other sanctions for breach of The FA's Rules, with the Appeal Boards established to hear cases and appeals in prescribed circumstances.

Directors and their interests

The persons listed below served as directors of the Company throughout the year, except as noted. Each of the directors held a non-beneficial ownership of one share in the Company.

The Board generally meets on a monthly basis and met thirteen times during the reporting period. The attendance of directors at each meeting of the Board was as follows. Figures in brackets indicate the maximum number of meetings during the year in which the individual was a Board Director.

Name	Role	Date resigned/ appointed	Scheduled Board meetings
G Dyke	Chairman		13 (13)
A Horne	General Secretary		13 (13)
B W Bright	Leader of FA Council, Vice-President		11 (13)
R F Burden	FA Vice-Chairman, Vice-President		13 (13)
N Coward	The FA Premier League	appointed 23 Sept 2014	0 (0)
R Devlin	Independent Non-Executive		12 (13)
P Faulkner	The FA Premier League, Aston Villa FC	appointed 4 April 2014; resigned 1 August 2014	4 (4)
A Fry	The FA Premier League	resigned 30 June 2014	7 (12)
M Game	Essex County FA		13 (13)
D Gill	FA Vice-Chairman, The FA Premier League, Manchester United FC		12 (13)
K Lamb	The Football League, Middlesbrough FC		13 (13)
M R Leggett	Vice-President		13 (13)
J Nixon	The Football League, Carlisle United FC	resigned 23 July 2014	12 (12)
H Rabbatts CBE	Independent Non-Executive		12 (13)
I Lenagan	The Football League, Oxford United FC	appointed 24 July 2014	1 (1)

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

Auditor

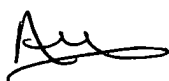
Each of the persons who is a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all the steps that he/she ought to have taken as a director to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

A resolution to reappoint Deloitte LLP will be proposed at the forthcoming Annual General Meeting.

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



Alistair Maclean

Company Secretary, The Football Association

20 November 2014

The Football Association Limited

Directors' responsibilities statement

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 judgements 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.

The Football Association Limited

Independent auditor's report to the members of The Football Association Limited

We have audited the financial statements of The Football Association Limited for the year ended 31 July 2014 which comprise the Group Profit and Loss Account, the Group and Parent Company Balance Sheets, the Group Cash Flow Statement, the Group Statement of Total Recognised Gains and Losses and the related Notes 1 to 25. 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 chapter 3 of part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

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

In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and Company's affairs as at 31 July 2014 and of the Group's profit 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 matters prescribed by the Companies Act 2006

In our opinion the information given in the Strategic report and 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.



Nigel Mercer

(Senior Statutory Auditor)

for and on behalf of Deloitte LLP

Chartered Accountants and Statutory Auditor

London, United Kingdom

20 November 2014

The Football Association Limited

Consolidated profit and loss account Year ended 31 July 2014

	Notes	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Turnover	2	332,347	209,153
Cost of sales		(71,754)	(40,495)
Gross profit		260,593	168,658
Operating expenses		(228,185)	(130,635)
Operating profit	2, 5	32,408	38,023
Finance charges (net)	6	(22,606)	(13,153)
Other income	7	-	537
Profit on ordinary activities before taxation		9,802	25,407
Taxation charge on ordinary activities	8	(4,270)	(4,934)
Profit on ordinary activities after taxation for the financial period	21, 22	5,532	20,473

All the above results are derived from continuing operations.

Consolidated statement of total recognised gains and losses Year ended 31 July 2014

	Note	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Profit for the period		5,532	20,473
Actuarial loss on defined benefit scheme net of related deferred tax	19	(1,211)	(3,325)
Total recognised gains relating to the year		4,321	17,148

The Football Association Limited

Consolidated balance sheet As at 31 July 2014

	Notes	2014 £'000	2013 £'000
Fixed assets			
Intangible assets	9	250	250
Tangible assets	10	649,348	673,567
Fixed asset investments	11	24,612	25,548
		<u>674,210</u>	<u>699,365</u>
Current assets			
Stock		829	701
Debtors due within one year	12	85,302	79,162
Debtors due after more than one year	12	257	319
Cash and cash equivalents	13	131,790	109,568
		<u>218,178</u>	<u>189,750</u>
Creditors: amounts falling due within one year	14	<u>(241,633)</u>	<u>(218,453)</u>
Net current liabilities		<u>(23,455)</u>	<u>(28,703)</u>
Total assets less current liabilities		<u>650,755</u>	<u>670,662</u>
Creditors: amounts falling due after more than one year	15	<u>(470,298)</u>	<u>(491,598)</u>
Provisions for liabilities	17	<u>(16,537)</u>	<u>(18,779)</u>
Net assets excluding pension liability		<u>163,920</u>	<u>160,285</u>
Pension liability	19	<u>(2,971)</u>	<u>(3,657)</u>
Net assets including pension liability		<u>160,949</u>	<u>156,628</u>
Capital and reserves			
Called up share capital	20	-	-
Profit and loss account	21	160,949	156,628
Shareholders' funds	22	<u>160,949</u>	<u>156,628</u>

These financial statements of The Football Association Limited, company number 00077797, were approved by the Board of Directors on 20 November 2014.

Signed on behalf of the Board of Directors



Greg Dyke
Chairman


The Football Association Limited

Company balance sheet As at 31 July 2014

	Notes	2014 £'000	2013 £'000
Fixed assets			
Tangible assets	10	7,336	6,379
Fixed asset investments	11	194,613	195,549
		<u>201,949</u>	<u>201,928</u>
Current assets			
Debtors due within one year	12	63,565	54,411
Debtors due after more than one year	12	154,692	139,718
Cash and cash equivalents	13	64,051	44,392
		<u>282,308</u>	<u>238,521</u>
Creditors: amounts falling due within one year	14	<u>(135,602)</u>	<u>(114,280)</u>
Net current assets		<u>146,706</u>	<u>124,241</u>
Total assets less current liabilities		<u>348,655</u>	<u>326,169</u>
Creditors: amounts falling due after more than one year	15	(11,695)	(7,314)
Provisions for liabilities	17	(1,223)	(1,929)
Net assets excluding pension liability		<u>335,737</u>	<u>316,926</u>
Pension liability	19	(2,971)	(3,657)
Net assets including pension liability		<u>332,766</u>	<u>313,269</u>
Capital and reserves			
Called up share capital	20	-	-
Profit and loss account	21	332,766	313,269
Shareholders' funds	22	<u>332,766</u>	<u>313,269</u>

These financial statements of The Football Association Limited, company number 00077797, were approved by the Board of Directors on 20 November 2014.

Signed on behalf of the Board of Directors


Greg Dyke
Chairman

The Football Association Limited

Consolidated cash flow statement Year ended 31 July 2014

		Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
	Notes		
Net cash inflow from operating activities and other income	23(a)	72,666	44,302
Returns on investments and servicing of finance			
Interest paid		(24,290)	(14,789)
Interest received		2,003	570
Net cash outflow from returns on investments and servicing of finance		(22,287)	(14,219)
Taxation			
Corporation tax paid		(5,980)	(7,568)
Capital expenditure and financial investment			
Payments to acquire tangible fixed assets		(11,615)	(10,662)
Receipt from rebates for tangible fixed assets		-	1,175
Repayment of amounts loaned to bank	11	935	-
Net cash outflow from capital expenditure and financial investment		(10,680)	(9,487)
Net cash inflow before management of liquid resources and financing		33,719	13,028
Financing			
Bank loan paid		(11,471)	-
Finance lease returns		19	287
Finance lease funding		(45)	225
Net cash (outflow)/inflow from financing		(11,497)	512
Net cash inflow before management of liquid resources (per balance sheet)		22,222	13,540
Management of liquid resources			
Cash on deposits	13	(19,800)	(15,000)
Increase/(decrease) in cash	23(c)	2,422	(1,460)

The Football Association Limited

Notes to the financial statements Year ended 31 July 2014

1. Accounting policies

The principal accounting policies are summarised below. They have been applied consistently throughout the year and the preceding period.

a) Basis of accounting

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

b) Going concern

The Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic report. The Strategic report also outlines the financial position of the Group, its cash flows, liquidity position and borrowing facilities. At the period end, the Group has net current liabilities of £23.5 million (2013: £28.7 million). In addition, the Strategic report includes a summary of the principal risks and uncertainties affecting the Group.

The directors have a reasonable expectation that the Company and Group have adequate resources to continue in operational existence for the foreseeable future. Accordingly, the directors continue to adopt the going concern basis of accounting in preparing the annual report and accounts.

c) Basis of consolidation

The Group accounts consolidate the results of the Company and all its subsidiaries. The acquisition method of accounting has been adopted. Under this method, the results of subsidiary undertakings acquired or disposed of in the period are included in the consolidated profit and loss account from the date of acquisition or up to the date of disposal.

No profit and loss account is presented for the Company, as permitted by Section 408 of the Companies Act 2006. Profit after tax for the period for the Company was £20.7 million (2013: £27.4 million).

d) Turnover

Turnover comprises the value of sales of goods and services (net of VAT, similar taxes and trade discounts) in the normal course of business.

Broadcasting contracts – Revenue derived from these contracts is recognised as turnover in proportion to the relative weighted values of the matches played during the period and covered under such contracts.

Sponsorship and related revenues – These are recognised in line with the rights provided, under each contract.

Match day and other sporting and entertainment – Revenue is recognised when the relevant event takes place.

Club Wembley licence fees – Revenue is recognised from when the licence agreement has been signed and the licence period has commenced. Revenue from licence fees is spread evenly across the term of the licence agreement.

Club Wembley season fees – When a customer first joins Club Wembley, revenue is recognised when the licence agreement has been signed and the licence period has commenced. For subsequent seasons, a transaction is recognised when the customer is invoiced. The season fee is spread evenly across the period to which it relates (1 August to 31 July if a full season).

e) Barter transactions

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

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

1. Accounting policies (continued)

f) Taxation

Current 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 profit 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 deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profit from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured at the average 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.

g) Pension costs

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

The defined benefit scheme is funded, with the assets of the scheme held separately from those of the Group, in a separate trustee administered fund. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit method and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent currency and term to the scheme liabilities. Actuarial valuations are obtained at least triennially and are updated approximately at each balance sheet date for FRS17 purposes. The resulting defined benefit asset or liability, net of the related deferred tax, is presented separately after other net assets on the face of the balance sheet.

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs is the contributions 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.

h) Leases

Rentals paid or received under operating leases are charged or credited to the profit and loss account on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which the benefit from the leased asset is receivable.

Assets held under finance leases and other similar contracts, which confer rights and obligations similar to those attached to owned assets, are capitalised as assets and are depreciated over the shorter of the lease terms and their useful lives. In respect of the finance lease entered into in relation to the hotel at St. George's Park, the lessor provided funding at the inception of the lease in order for the Group to construct the hotel. At inception of the lease the asset was recorded in other debtors. As construction occurred, amounts were drawn down from an escrow account, reducing the other debtor, and construction costs incurred were capitalised as part of the assets under construction within tangible fixed assets.

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. Finance costs arising in respect of the element of the construction at St. George's Park held under finance lease, are accounted for in accordance with SSAP 21, and are being charged to the profit and loss account as incurred. No other finance costs have been incurred in respect of St. George's Park.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

1. Accounting policies (continued)

i) Grants and deferred income

Grants received in respect of capital expenditure are credited to a deferred grant account and are released to the profit and loss account over the expected useful lives of the relevant assets by matching with the relevant depreciation expense. Where a grant relates to an asset which is not depreciated, the grant remains in deferred grants until the end of the asset's life or when the asset is sold.

Revenue grants are credited to income so as to match them with the expenditure to which they relate.

j) Investments

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

k) Intangible fixed asset

The intellectual property intangible asset is not amortised on the grounds of its expected durability. An impairment review is performed annually.

The directors consider that the Group's intangible asset has an indefinite life due to Wembley National Stadium Limited's proven and sustained ability to organise sporting and other entertainment events at the Stadium.

l) Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and any provision for impairment. No depreciation is charged in respect of land. Depreciation is provided on all other tangible fixed assets on a straight line basis, at rates calculated to write off the cost of those assets over their useful expected lives, and incorporating any residual value, as follows:

Stadium	The assets that comprise the Stadium have been categorised into operating classes and depreciated according to the useful economic life of that class. Useful economic lives range from 5 to 50 years.
Land and buildings	No depreciation is charged in respect of land. As with Stadium assets, building assets are categorised into operating classes and depreciated accordingly over the useful economic lives which range from 5 to 50 years. Long leasehold property is depreciated over the remaining life of the lease if less than 50 years, otherwise not depreciated.
Leasehold improvements	15 years.
Fixtures, fittings, plant and equipment	3 years for computer equipment, 3 to 10 years for plant and machinery and 8 to 10 years for fixtures and fittings.
Assets in the course of construction	Not depreciated until brought into use.

m) Stock

Stock is stated at the lower of cost and net realisable value. Net realisable value is based on estimated selling price, less further costs expected to be incurred to completion and disposal. Provision is made for obsolete, slow moving or defective items where appropriate.

n) Borrowing costs

The arrangement fees for the committed funding have been offset against the bank loan and are being amortised over the period of the bank loan. Finance costs, including amortisation of arrangement fees, directly attributable to construction of the stadium were capitalised and are being depreciated on a straight line basis over the life of the Stadium. Borrowing costs incurred from since the date of Operational Completion are charged to the profit and loss account as incurred.

o) Foreign currency

Transactions denominated in foreign currencies are recorded in sterling at actual exchange rates as at the date of the transaction (or where appropriate, at the rate of exchange in a related forward exchange contract). Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date. Any gain or loss arising from a change in exchange rates subsequent to the date of the transaction is included as an exchange gain or loss in the profit and loss account.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

1. Accounting policies (continued)

p) Derivative financial instruments

The Group uses derivative financial instruments to reduce exposure to foreign exchange risk and interest rate movements. The Group does not hold or issue derivative financial instruments for speculative purposes.

The foreign exchange financial instruments must be related to actual foreign currency assets or liabilities or to a probable commitment. It must involve the same currency or similar currencies as the hedged item and must also reduce the risk of foreign exchange movements on the Group's operations. Gains and losses arising on these contracts are deferred and recognised in the profit and loss account only when the hedged transaction has itself been reflected in the Group's financial statements.

For an interest rate swap to be treated as a hedge the instrument must be related to actual assets or liabilities or probable commitment and must change the nature of the interest rate by converting a fixed rate to a variable rate or vice versa. Interest differentials under these swaps are recognised by adjusting net interest payable over the periods of the contracts.

If an instrument ceased to be accounted for as a hedge, for example because the underlying hedged position has been eliminated, the instrument is marked to market and any resulting profit or loss recognised at that time.

q) Distributions to the game

Distributions to the game comprise grants and donations that are made to both the Professional Game and National Game. These are recognised when a constructive obligation arises, and are charged to the profit and loss account in the period to which the distribution relates.

2. Segmental information

Turnover, operating profit and net assets/(liabilities) by class of business are set out below. The group sells rights to overseas broadcasters, so group turnover by destination includes £47.9 million (2013: £34.5 million) to the rest of the world, outside the United Kingdom.

	Promotion of Association Football		Stadium and non-FA event management		Operation of St. George's Park		Inter segment transactions		Group	
	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Turnover	226,655	146,301	97,622	58,108	21,128	11,653	(13,058)	(6,909)	332,347	209,153
Operating profit/(loss)	25,838	34,563	7,374	4,718	(598)	(1,138)	(206)	(120)	32,408	38,023
Interest payable and similar charges	(124)	(177)	(20,606)	(12,128)	(3,320)	(1,906)	-	-	(24,050)	(14,211)
Interest receivable and other income	1,199	1,464	240	122	5	9	-	-	1,444	1,595
Profit/(loss) before tax	26,913	35,850	(12,992)	(7,288)	(3,913)	(3,035)	(206)	(120)	9,802	25,407
Net assets/ (liabilities)	332,766	313,269	42,563	53,979	(17,388)	(13,969)	(196,992)	(196,651)	160,949	156,628

The inter segment transactions comprise a number of adjustments to eliminate transactions between Group companies. These adjustments include the staging fees paid by The FA to Wembley National Stadium Limited ("WNSL"), The FA's investment in WNSL and FA funding provided to St. George's Park.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

2. Segmental information (continued)

The operations of the National Football Centre and FA Learning at St. George's Park has been included as a class of business, the prior year comparative figures have been restated to separate transactions relating to St. George's Park.

Barter transactions

The amount of barter transactions for goods and other services recognised in turnover is £3.6 million (2013: £2.2 million).

Operating lease income

Turnover included operating lease income from letting office space within the Stadium of £0.3 million (2013: £0.2 million).

3. Directors' remuneration

The following payments were made to directors in respect of services provided:

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Emoluments	817	386
Benefits in kind	2	1
Pension payments	30	17
	<u>849</u>	<u>404</u>

There are no directors to whom retirement benefits are accruing in respect of qualifying services in respect of defined benefit schemes (2013: none).

There is one director (2013: one) to whom retirement benefits are accruing in respect of qualifying services in respect of the money purchase pension scheme.

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Details of highest paid director		
Total emoluments and benefits in kind	550	259
Company contributions to money purchase schemes	30	18
	<u>580</u>	<u>277</u>

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

4. Employee information

	Year ended 31 July 2014 No.	Period ended 31 July 2013 No.
Average monthly number of persons employed by the Group during the year:		
Promotion of Association Football	728	623
Stadium and event management	99	109
Hotel management	190	181
	<u>1,017</u>	<u>913</u>
	£'000	£'000
Their aggregate remuneration comprised:		
Wages and salaries	43,574	25,140
Social security costs	5,155	2,592
Other pension costs	2,037	1,054
Severance costs	1,781	8
	<u>52,547</u>	<u>28,794</u>

5. Operating profit

Operating profit is after charging/(crediting):

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Depreciation of tangible fixed assets – owned	31,415	20,105
Depreciation of tangible fixed assets – held under finance lease	3,721	2,160
Amortisation of deferred capital grants	(1,256)	(780)
Auditor's remuneration:		
Fees payable to the Group's auditor for the audit of the Group's annual accounts (including £68,000 (2013: £57,000) relating to the Company)	150	120
Fees payable to the Group's auditor for tax services to the Group (including £32,000 (2013: £65,000) relating to the Company)	66	134
Fees payable to the Group's auditor for other services to the Group (including £8,000 (2013: £13,000) relating to the Company)	13	13
Operating lease rentals – plant and machinery	191	61
Operating lease rentals – land and buildings	525	351

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

6. Finance charges (net)

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Bank interest payable	(20,606)	(12,139)
Finance lease interest payable	(3,296)	(1,906)
Other interest payable	(148)	(166)
Total interest payable	<u>(24,050)</u>	<u>(14,211)</u>
Bank interest receivable	<u>1,444</u>	<u>1,058</u>
Net interest payable	<u>(22,606)</u>	<u>(13,153)</u>

Bank interest payable includes the amortisation of issue costs of £0.4 million (2013: £0.2 million).

7. Other income

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Additional receipt in relation to a broadcaster that went into administration in 2009	<u>-</u>	<u>537</u>

8. Taxation

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Current tax		
UK corporation tax at 22.33% (2013: 23.42%)	(4,963)	(5,196)
Adjustment in respect of prior years	(144)	71
	<u>(5,107)</u>	<u>(5,125)</u>
Deferred tax		
Origination and reversal of timing differences	593	(2,323)
Adjustment in respect of prior years	244	(116)
Difference due to change in tax rate	-	2,630
	<u>837</u>	<u>191</u>
Total tax charge	<u>(4,270)</u>	<u>(4,934)</u>

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

8. Taxation (continued)

The actual tax charge differs from the standard rate for the reasons set out in the following reconciliation

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Profit on ordinary activities before tax	9,802	25,407
Tax at 22.33% thereon (2013: 23.42%)	(2,189)	(5,950)
Effects of:		
Expenses not deductible for tax purposes	(305)	(139)
Depreciation in excess of capital allowances	(1,874)	(1,195)
Non-taxable release of grant income	204	496
Movement in short-term timing differences	(3)	16
Timing differences on charitable donations paid in the year	(64)	2,237
Deferred tax on pension scheme contributions	540	308
Adjustment in respect of prior years	(144)	71
Brought forward losses now utilised	1,131	730
Non-qualifying depreciation	(2,403)	(1,699)
Current tax charge for period	(5,107)	(5,125)

In the 2013 Finance Bill, the Government announced that the main rate of corporation tax will reduce to 21% from 1 April 2014 and 20% from 1 April 2015. This was enacted in July 2013 and therefore has been reflected in the financial statements. Deferred tax has been calculated on timing differences using the tax rate of 20%.

9. Intangible fixed assets

	Intellectual property £'000
Cost and net book value	
At 1 August 2013 and 31 July 2014	250

Intangible assets represent the cost attributed to intellectual property on the acquisition of the Stadium.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

10. Tangible fixed assets

Group	Land and buildings £'000	Stadium £'000	Leasehold improvements £'000	Fixtures, fittings, plant and equipment £'000	Total £'000
Cost					
At 1 August 2013	127,941	660,475	4,867	63,976	857,259
Additions	1,586	200	-	9,828	11,614
Disposals and rebates	-	(35)	-	(5,519)	(5,554)
At 31 July 2014	<u>129,527</u>	<u>660,640</u>	<u>4,867</u>	<u>68,285</u>	<u>863,319</u>
Accumulated depreciation					
At 1 August 2013	1,421	153,279	312	28,680	183,692
Charge for the year	1,495	24,515	324	8,802	35,136
Disposals	-	(24)	-	(4,833)	(4,857)
At 31 July 2014	<u>2,916</u>	<u>177,770</u>	<u>636</u>	<u>32,649</u>	<u>213,971</u>
Net book value					
At 31 July 2014	<u>126,611</u>	<u>482,870</u>	<u>4,231</u>	<u>35,636</u>	<u>649,348</u>
At 31 July 2013	<u>126,520</u>	<u>507,196</u>	<u>4,555</u>	<u>35,296</u>	<u>673,567</u>

Land and buildings includes freehold land, which is held at cost of £67.4 million (2013: £67.4 million). It also includes long leasehold property of £3.9 million (2013: £3.9 million).

Included within the above assets is £40.0 million (2013: £44.0 million) of assets held under finance leases. These assets are held at cost of £47.6 million (2013: £47.6 million) less accumulated depreciation of £7.3 million (2013: £3.6 million). This predominantly relates to the lease and leaseback arrangement to fund the construction of the hotel at St. George's Park, which has been classified as a finance lease. The minimum lease term is 30 years.

The total amount of finance costs included within the cost of the stadium asset at the year end is £73.6 million (2013: £73.6 million).

Company	Stadium £'000	Fixtures, fittings, plant and equipment £'000	Total £'000
Cost			
At 1 August 2013	2,445	11,674	14,119
Additions	-	2,692	2,692
Disposals	(1)	(3,184)	(3,185)
At 31 July 2014	<u>2,444</u>	<u>11,182</u>	<u>13,626</u>
Accumulated depreciation			
At 1 August 2013	209	7,531	7,740
Charge for the year	54	1,000	1,054
Disposals	-	(2,504)	(2,504)
At 31 July 2014	<u>263</u>	<u>6,027</u>	<u>6,290</u>
Net book value			
At 31 July 2014	<u>2,181</u>	<u>5,155</u>	<u>7,336</u>
At 31 July 2013	<u>2,236</u>	<u>4,143</u>	<u>6,379</u>

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

11. Fixed asset investments

	Group		Company	
	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Subsidiary undertakings	-	-	170,001	170,001
Amounts loaned to bank	24,612	25,548	24,612	25,548
	24,612	25,548	194,613	195,549

In September 2008 the Company loaned £31.5 million to the principal bank in the Group's banking syndicate. The loan was granted at the same time as the Group's syndicated bank loan of £341.5 million was taken out by Wembley National Stadium Limited (Notes 14 and 15).

At 31 July 2014, the loan to bank of £24.6 million remains due to the Company. Repayments are made each year in September and The FA currently receives interest on this investment at a rate of 2.4%. At 31 July 2014 the Group bank loan of £266.8 million (2013: £277.0 million) remains payable (Notes 14 and 15). Both loans are payable to and by the Group over a 15 year term to 30 September 2023.

Details of subsidiary companies, all of which are incorporated in the United Kingdom and in each of which 100% of the nominal value of £1 ordinary shares is held, are as follows:

Name	Activity
Wembley National Stadium Limited	Organising sporting and other entertainment events at Wembley Stadium
National Football Centre Limited	Operation of hotel and sports facilities
FA Learning Limited	Educational activities
The English National Stadium Property Company Limited	Dormant

12. Debtors

	Group		Company	
	31 July 2014 £'000	31 July 2013 £'000	31 July 2014 £'000	31 July 2013 £'000
Amounts falling due within one year				
Trade debtors	56,201	56,783	39,491	37,044
Loans to clubs	62	62	62	62
Other debtors	2,534	3,832	1,676	1,668
Prepayments and accrued income	26,505	18,466	22,336	15,637
Obligations under finance lease	-	19	-	-
	85,302	79,162	63,565	54,411
Amounts falling due after more than one year				
Loans to clubs	257	319	257	319
Loans to subsidiary undertakings	-	-	154,435	139,399
	257	319	154,692	139,718
Total debtors	85,564	79,481	218,257	194,129

A loan to WNSL of £143.7 million (2013: £129.6 million) is included in loans to subsidiary undertakings above and is repayable only after certain obligations under the financing arrangements have been discharged.

From 20 December 2007, no interest was payable on this loan. WNSL must ensure that up to £100.0 million of any investment from The FA (including loans or equity investments) will be retained for a minimum period of 50 years from the date of practical completion, unless specific permission from the Secretary of State is given otherwise.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

13. Cash and cash equivalents

Group cash and cash equivalents includes £59.8 million of short-term treasury deposits (2013: £40.0 million), of which £29.8 million are held by the company (2013: £35.0 million). These are classified as liquid resources in the cash flow statement in accordance with FRS1.

Group cash and cash equivalents includes a rental deposit received of £0.5 million (2013: £nil) which is held in a segregated account.

14. Creditors: amounts falling due within one year

	Group		Company	
	31 July 2014 £'000	31 July 2013 £'000	31 July 2014 £'000	31 July 2013 £'000
Bank loan	11,460	10,137	-	-
Obligations under finance lease	89	45	-	-
Trade creditors	3,132	3,729	1,815	1,299
Amounts due to subsidiary undertakings	-	-	3,050	13,247
UK corporation tax payable	2,422	3,288	2,422	3,319
VAT payable	16,716	8,110	7,051	-
Social security and other taxes	1,557	2,485	1,206	1,965
Other creditors	4,342	18,984	2,769	5,396
Accruals	32,019	26,410	12,053	8,112
Deferred grants	10,475	10,269	9,055	8,726
Deferred income	159,421	134,996	96,181	72,216
	241,633	218,453	135,602	114,280

Deferred income predominantly comprises contractual broadcasting and sponsorship income received in advance and the upfront Club Wembley licence fees.

15. Creditors: amounts falling due after more than one year

	Group		Company	
	31 July 2014 £'000	31 July 2013 £'000	31 July 2014 £'000	31 July 2013 £'000
Bank loan	251,621	264,053	-	-
Obligations under finance leases	49,957	50,046	-	-
Deferred grants	121,532	122,257	-	-
Deferred income	47,188	55,242	11,695	7,314
	470,298	491,598	11,695	7,314

In September 2008 the Company loaned £31.5 million to the principal bank in the Group's banking syndicate (Note 11). The loan was granted at the same time as the Group's syndicated bank loan of £341.5 million was taken out by Wembley National Stadium Limited. At 31 July 2014, the loan to bank of £24.6 million (2013: £25.5 million) remains due to the Company. The Company currently receives interest on this investment at a rate of 2.4%.

In the analysis above, the Group bank loan of £266.8 million (2013: £277.0 million) remains payable and is stated net of unamortised arrangement fees of £3.7 million (2013: £2.8 million).

Both loans are payable to and by the Group over a 15 year term to 30 September 2023. The Group bank loan is secured as a first charge over the assets of WNSL. Each annual repayment will include a mandatory amount, together with a targeted amount based on performance.

Deferred income predominantly comprises contractual broadcasting and sponsorship income received in advance and the upfront Club Wembley licence fees.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

15. Creditors: amounts falling due after more than one year (continued)

Bank loan

Repayments due are as follows:

	31 July 2014 £'000	31 July 2013 £'000
Bank loan		
Less than one year	11,876	10,137
Between one and two years	4,521	6,120
Between two and five years	87,773	76,655
More than five years	162,659	184,054
	<u>266,829</u>	<u>276,966</u>

The balance due within one year includes both the mandatory and target repayment. Balances due after more than one year include only the mandatory repayments.

Finance leases

At 31 July 2014 the Group had annual commitments under non-cancellable finance leases as set out below:

	31 July 2014 £'000	31 July 2013 £'000
Finance leases		
Less than one year	3,260	3,197
Between one and two years	3,325	3,260
Between two and five years	10,328	10,172
More than five years	94,198	97,679
	<u>111,111</u>	<u>114,308</u>
Less: Finance charges allocated to future periods	<u>(61,065)</u>	<u>(64,236)</u>
	<u>50,046</u>	<u>50,072</u>

Deferred grants

Deferred grants greater than one year comprise the following amounts:

	31 July 2014 £'000	31 July 2013 £'000
Sport England	79,496	79,278
Department of Culture, Media and Sport ("DCMS")	19,373	19,826
London Development Agency ("LDA")	17,496	17,916
Other	5,167	5,237
	<u>121,532</u>	<u>122,257</u>

The grants are amortised over the life of the assets they relate to in line with depreciation charged on those assets. The amount amortised to the profit and loss account during the year was £1.3 million (2013: £0.8 million).

Sport England includes grant funding of £78.5 million in relation to Wembley Stadium. £11.2 million of this grant funding related to Stadium assets and will be amortised over the life of the building, the remaining grant funding represents grants in respect of land of £64.5 million, long leasehold property of £2.5 million and £0.3 million for business intellectual property rights.

The DCMS grant relates principally to the S106 payments to improve infrastructure of the surrounding area to Wembley Stadium. The LDA grant relates to infrastructure work, which includes certain elements of costs relating to concrete, steel framework and concourses around the Stadium.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

16. Financial instruments

The Group has a policy to hedge significant foreign exchange risk. The FA has entered into a number of forward and option foreign exchange contracts and as at 31 July 2014 these foreign exchange contracts have a fair value gain of £3.0 million (2013: loss of £11.2 million). These contracts have been entered into to minimise The FA's exposure to foreign currency risk. The fair value has been calculated in accordance with the guidance set out in FRS 25, Financial Instruments: Disclosure and Presentation and is disclosed as required by the Companies Act 2006.

The Group also has a policy to hedge significant interest rate risk. WNSL has entered into an interest rate swap for £341.5 million, the full amount of its Senior Facility. The swap has been profiled on the mandatory repayment schedule and has been fixed at a swap rate of 7.072% p.a. (2013: 7.072%). The rate is fixed for the term of the loan except for any changes to the bank margin (which is included in the rate). As at 31 July 2014 the interest rate swap contract has a fair value loss of £55.4 million (2013: loss of £70.5 million). The fair value has been calculated in accordance with the guidance set out in FRS 25, Financial Instruments: Disclosure and Presentation and is disclosed as required by the Companies Act 2006. The fair value takes into account the current and unprecedented low interest rates.

17. Provisions for liabilities

Group	Deferred tax (see Note 18) £'000	Provisions or Commercial Agreements £'000	Total £'000
At 1 August 2013	17,589	1,190	18,779
Utilised in the year	(1,356)	(886)	(2,242)
At 31 July 2014	16,233	304	16,537

Company	Deferred tax (see Note 18) £'000	Provisions or Commercial Agreements £'000	Total £'000
At 1 August 2013	1,193	736	1,929
Utilised in the year	(272)	(434)	(706)
At 31 July 2014	921	302	1,223

It is expected that the expenditure in relation to the provisions for commercial agreements will be incurred within three years of the balance sheet date.

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Notes to the financial statements (continued) Year ended 31 July 2014

18. Deferred tax

Net deferred tax position

	Group		Company	
	31 July 2014 £'000	31 July 2013 £'000	31 July 2014 £'000	31 July 2013 £'000
This comprises fully provided deferred taxation attributable to:				
Fixed asset timing differences	(9,026)	(10,932)	827	751
Short-term timing differences	(1,741)	(1,940)	(1,748)	(1,944)
Capitalised finance costs	(7,769)	(8,049)	-	-
Tax losses	2,303	3,332	-	-
Deferred tax liability	<u>(16,233)</u>	<u>(17,589)</u>	<u>(921)</u>	<u>(1,193)</u>

A deferred tax liability has been provided for fixed asset timing differences in line with FRS 19. This liability relates to capital allowances claimed on the Stadium.

A deferred tax liability has been provided for capitalised finance costs in line with FRS 19. This liability relates to a deduction taken for finance costs which will be released to the profit and loss account in future periods.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

19. Pension arrangements

The Group operates a defined benefit pension scheme in the UK (the "Scheme"). A full actuarial valuation was carried out at 1 January 2012 and an FRS 17 valuation was carried out at 31 July 2014 by a qualified independent Actuary. The present value of the defined benefit obligation was measured using the projected unit credit method. The principle assumptions used for the FRS 17 valuation were:

	Year ended 31 July 2014 % p a	Period ended 31 July 2013 % p a
Assumptions at 31 July		
Discount rate	4.20	4.40
Expected long-term rate of return on Scheme assets	4.50	4.50
RPI assumption	3.30	3.40
CPI assumption	2.30	2.40
Rate of increase of pensions in payment	3.30	3.40

The underlying mortality assumption in 2014 is based upon the standard table known as S1LPA on a year of birth usage, with CMI_2011 improvement factors and a long-term future improvement rate of 1.25% p.a. (2013: 1.25%)

Employee Benefit Obligations

The amounts recognised in the balance sheet are as follows:

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Present value of Scheme liabilities	(69,773)	(66,111)
Market value of Scheme assets	66,059	61,540
Deficit in the Scheme	(3,714)	(4,571)
Related deferred tax asset	743	914
Net pension liability	(2,971)	(3,657)

The amounts to be recognised in the profit and loss for the year ended 31 July 2014 are as follows:

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Interest on Scheme liabilities	2,878	1,514
Expected return on Scheme assets	(2,794)	(1,393)
Charge to the profit and loss	84	121
Actual return on Scheme assets	3,406	4,359

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

19. Pension arrangements (continued)

Changes in the present value of the Scheme liabilities for the year ended 31 July 2014 are as follows:

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Present value of Scheme liabilities at beginning of period	66,111	58,069
Interest cost	2,878	1,514
Actuarial losses	2,171	7,309
Benefits paid	(1,387)	(781)
	<hr/>	<hr/>
Present value of Scheme liabilities at end of period	69,773	66,111

Changes in the fair value of the Scheme assets for the year ended 31 July 2014 are as follows:

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Market value of Scheme assets at beginning of year	61,540	56,526
Expected return	2,794	1,393
Actuarial gains	612	2,966
Benefits paid	(1,387)	(781)
Contributions paid by the Company	2,500	1,436
	<hr/>	<hr/>
Market value of Scheme assets at end of year	66,059	61,540

The Group contribution due to be paid to the Scheme for the year ended 31 July 2015 is £2,540,000, payable on a monthly basis and subject to an inflationary increase on 1 January 2015 based on the annual rate of RPI increase in September 2014.

The insurance premiums payable on the policies insuring the death in service benefits and the levies payable to the Pension Protection Fund and the Pensions Regulator are payable in addition to the above.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

19. Pension arrangements (continued)

The major categories of Scheme assets as a percentage of total Scheme assets for the year ended 31 July 2014 are as follows:

	Year ended 31 July 2014 %	Period ended 31 July 2013 %
Equities and Property	55	54
Bonds	42	41
Cash	3	5
Total	<u>100</u>	<u>100</u>

The expected long-term rate of return on the Scheme assets has been calculated based upon the major asset categories shown in the above table and an expected rate of return on equities and property of 6.4% (2013: 6.4%), an expected rate of return on bonds of 3.2% (2013: 3.5%) and an expected rate of return on cash of 0.5% (2013: 0.5%).

Analysis of the amount recognisable in the statement of total recognised gains and losses ("STRGL") for the year ended 31 July 2014 is as follows:

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Actual return less expected return on Scheme assets	612	2,966
Experience (losses)/gains arising on Scheme liabilities	(650)	(414)
Changes in assumptions underlying the present value of Scheme liabilities	(1,521)	(6,895)
Actuarial loss	(1,559)	(4,343)
Related deferred tax	348	1,018
Net actuarial loss recognised in STRGL	<u>(1,211)</u>	<u>(3,325)</u>

The cumulative amount of actuarial gains and losses recognised in STRGL for the year ended 31 July 2014 is as follows:

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Cumulative loss at beginning of year	(11,842)	(7,499)
Recognised during the year	(1,559)	(4,343)
Cumulative actuarial loss at end of year	<u>(13,401)</u>	<u>(11,842)</u>

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

19. Pension arrangements (continued)

Movement in deficit during the year ended 31 July 2014 is as follows:

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Deficit in Scheme at beginning of year	(4,571)	(1,543)
Net expenses recognised in profit and loss account	(84)	(121)
Contributions paid by the Company	2,500	1,436
Actuarial loss	(1,559)	(4,343)
Deficit in Scheme at end of year	<u>(3,714)</u>	<u>(4,571)</u>

History of experience gains and losses:

Amounts for the current and previous four accounting periods are as follows:

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000	Year ended 31 Dec 2011 £'000	Year ended 31 Dec 2010 £'000
Present value of Scheme liabilities	(69,773)	(66,111)	(58,069)	(53,165)	(52,390)
Market value of Scheme assets	<u>66,059</u>	<u>61,540</u>	<u>56,526</u>	<u>51,708</u>	<u>50,299</u>
Deficit in the Scheme	(3,714)	(4,571)	(1,543)	(1,457)	(2,091)
Actual return less expected return on Scheme assets	612	2,966	2,022	(1,237)	3,064
Experience (losses) and gains arising on Scheme liabilities	(650)	(414)	520	975	(29)
Change in assumptions underlying the present value of Scheme liabilities	<u>(1,521)</u>	<u>(6,895)</u>	<u>(4,216)</u>	<u>(135)</u>	<u>896</u>

From 1 January 2003 new employees have not been able to enter the Scheme. The Scheme was closed to future accrual at 30 April 2010 and all active members became deferred members at this date.

During the year the Group made contributions of £2.0 million (2013: £1.1 million) into the money purchase scheme. At the period end there is an accrual for contributions to the money purchase scheme of £0.2 million (2013: £0.2 million).

20. Called up share capital

	31 July 2014 £	31 July 2013 £
Allotted, called up and fully paid		
1,614 ordinary shares of 5p each	81	81
2 special rights preference shares of £1	<u>2</u>	<u>2</u>
	<u>83</u>	<u>83</u>

The shares do not entitle the owner to any dividend or bonus in the Company. The special rights preference shares are held by The FA Premier League Limited and The Football League Limited.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

21. Profit and loss account

	31 July 2014 £'000	31 July 2013 £'000
Group		
At 1 August/1 January	156,628	139,480
Profit for the period	5,532	20,473
Other recognised losses relating to the period	(1,211)	(3,325)
At 31 July	<u>160,949</u>	<u>156,628</u>
	31 July 2014 £'000	31 July 2013 £'000
Company		
At 1 August/1 January	313,269	289,194
Profit for the period	20,708	27,400
Other recognised losses relating to the period	(1,211)	(3,325)
At 31 July	<u>332,766</u>	<u>313,269</u>

22. Reconciliation of movements in shareholders' funds

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Group		
Profit for the financial period	5,532	20,473
Other recognised losses relating to the year	(1,211)	(3,325)
Net additions to shareholders' fund	<u>4,321</u>	<u>17,148</u>
Opening shareholders' funds	156,628	139,480
Closing shareholders' funds	<u>160,949</u>	<u>156,628</u>
	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Company		
Profit for the financial year	20,708	27,400
Other recognised losses relating to the year	(1,211)	(3,325)
Net addition to shareholders' fund	<u>19,497</u>	<u>24,075</u>
Opening shareholders' funds	313,269	289,194
Closing shareholders' funds	<u>332,766</u>	<u>313,269</u>

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Notes to the financial statements (continued) Year ended 31 July 2014

23. Notes to the consolidated cash flow statement

(a) Reconciliation of operating profit to net cash inflow from operating activities

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Operating profit	32,408	38,023
Depreciation	35,136	20,105
Amortisation of deferred capital grants	(1,256)	(780)
Amortisation of deferred income grants	(875)	(510)
Increase in stock	(128)	(149)
Increase in debtors	(7,287)	(12,688)
Increase in creditors	17,395	1,678
Decrease in provisions	(912)	(504)
Loss on disposal	685	26
Other income	-	537
Contributions paid by the Company into the defined benefit pension scheme	(2,500)	(1,436)
Net cash inflow from operating activities and other income	<u>72,666</u>	<u>44,302</u>

(b) Analysis of net debt

	At 1 August 2013 £'000	Cash flow £'000	Non-cash movement £'000	At 31 July 2014 £'000
Cash and cash equivalents	69,568	2,422	-	71,990
Liquid resources	40,000	19,800	-	59,800
Cash and cash equivalents (per balance sheet)	109,568	22,222	-	131,790
Bank loans due within one year	(10,137)	11,471	(12,794)	(11,460)
Bank loan due after one year	(264,053)	-	12,432	(251,621)
Finance lease due within one year	(26)	26	(89)	(89)
Finance lease due after one year	(50,046)	-	89	(49,957)
Net debt	<u>(214,694)</u>	<u>33,719</u>	<u>(362)</u>	<u>(181,337)</u>

The Group includes short-term treasury deposits as liquid resources.

The net non-cash movement comprises an amortisation of bank signing fees of £0.4 million (2013: £0.2 million) in relation to Stadium financing.

The Football Association Limited

Notes to the financial statements (continued) Year ended 31 July 2014

23 Notes to the consolidated cash flow statement (continued)

(c) Reconciliation of net cash flow to movement in net debt

	Year ended 31 July 2014 £'000	Period ended 31 July 2013 £'000
Increase/(decrease) in cash in the year	2,422	(1,460)
Management of liquid resources	19,800	15,000
Cash and non-cash outflow/(inflow) from change in debt financing	11,135	(672)
	33,357	12,868
Net debt brought forward	(214,694)	(227,562)
Net debt carried forward	(181,337)	(214,694)

24. Guarantees and other financial commitments

(a) Lease commitments

	Group			
	31 July 2014		31 July 2013	
	Land and buildings £'000	Other £'000	Land and buildings £'000	Other £'000
Operating leases which expire:				
- within one year	64	125	382	-
- between two and five years	531	67	61	198
- after five years	-	-	-	-
	595	192	443	198
	Company			
	31 July 2014		31 July 2013	
	Land and buildings £'000	Other £'000	Land and buildings £'000	Other £'000
Operating leases which expire:				
- within one year	-	125	-	-
- between two and five years	61	-	61	118
- after five years	-	-	-	-
	61	125	61	118

(b) Company commitments and contingent commitments to WNSL

WNSL has an annual support agreement with The FA extending to 31 March 2027. Support payments under this agreement are received annually and it is expected that up to £14 million per annum will be received under this agreement.

The Football Association Limited

Notes to the financial statements (continued) **Year ended 31 July 2014**

25. Related party transactions

By the Company's nature, and in accordance with its rules, The FA enters into a number of transactions in the normal course of business with County and other Affiliated Associations, The Premier League Limited, The Football League Limited, The Football Foundation, The Football Stadia Improvement Fund and other competitions and football clubs, of which certain members of the Board are directors.

The Company has taken advantage of the exemption granted by paragraph 3(c) of Financial Reporting Standard No. 8 "Related Party Disclosures" not to disclose transactions with group companies which are related parties.

The FA has a one third interest in Professional Game Match Officials Limited ("PGMOL"), a company limited by guarantee. The results of this associated Company have not been included in this report as they are immaterial. The FA has a cost of £1,883,484 (2013: £642,000) charged to its operating expenses in the period, being a contribution towards the operating costs of PGMOL that are necessary for providing match officials to the Professional Game.