

The Rangers Football Club Limited  
Annual report and financial statements  
For the year ended 30 June 2017

Registered number: SC425159

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# Directors and Advisors

## **Directors**

Stewart Robertson

Andrew Dickson

## **Company Secretary**

James Blair

## **Registered Office**

Ibrox Stadium, 150 Edmiston Drive, Glasgow G51 2XD

## **Auditor**

Campbell Dallas, Titanium 1, King's Inch Place, Renfrew PA4 8WF

## **Solicitors**

Anderson Strathern LLP, George House, 50 George Square, Glasgow G2 1EH

## **Bankers**

Metro Bank plc, One Southampton Row, London WC1B 5HA

## **Company Registration Number**

SC425159

# Strategic Report

## ABOUT THE RANGERS FOOTBALL CLUB LIMITED (THE “COMPANY”, “TRFCL”), AND RANGERS FOOTBALL CLUB (THE “CLUB”)

Rangers Football Club, formed in Scotland in 1872, is one of the world’s most successful clubs, having won 54 League titles, 33 Scottish Cups, 27 League Cups and the European Cup Winners’ Cup in 1972. The Club’s loyal and sizeable supporter base, both in Scotland and around the world, enables the Club to boast one of the highest percentages of season ticket holders in the UK. Playing at the 50,817 seater Ibrox Stadium and benefitting from the world class 37 acre Auchenhowie training facility, Rangers have been a leading force in Scottish football for decades. This world class stadium, training infrastructure and a loyal and passionate global fanbase provide an excellent foundation for the Company.

The Club finished third in the SPFL (Scottish Professional Football League) Premiership in season 2016/17. The history, facilities and ambition of the Club are such that the Club remains a desirable destination for foreign and domestic players alike.

The Directors, in preparing this Strategic Report, have complied with s414A to D of the Companies Act 2006.

# Strategic Report (continued)

## Results of Operations

### FAIR REVIEW OF THE BUSINESS

After returning to the SPFL Premiership, and finishing third in season 2016/17, this enabled a welcome return to European football for the Club going into season 2017/18. With the first tie taking place on 29 June 2017, the financial statements have been prepared for the 2016/17 season up to 28 June 2017. This allows a proper reflection of the 2016/17 season in the 2016/17 results.

### REVENUE

The table below sets out the Company's revenue during the year:

	Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
Gate receipts and hospitality	21,616	17,349
Sponsorship and advertising	1,530	663
Broadcasting rights	2,861	1,354
Commercial	375	233
Other revenue	1,970	1,825
Total revenue	28,352	21,424

Revenue for the year ended 30 June 2017 totalled £28.4 million. Of this total, gate receipts and hospitality income contributed £21.6 million. During the year the Club played nineteen home league matches, seven home cup matches, and one home friendly (2016: eighteen home league matches, seven home cup matches, one home friendly). No revenue is recognised in respect of away fixtures except for a small share of ticket revenue from away cup matches.

A 32% increase in turnover is reflective of an increase to the average home league attendance from 44,359 to 48,893, driving increased season ticket, match ticket, and hospitality income. Season ticket income of £13.6 million was recognised during the year to 30 June 2017 based on sales of 43,253 season tickets (2016: £9.5 million from 37,481).

Broadcasting revenue during the year was boosted by being back in the SPFL Premiership, as well as runs to the semi-finals of both Cup competitions.

Commercial income of £0.4 million, sponsorship income of £1.5 million and broadcast income of £2.9 million recognised during the year to 30 June 2017 includes revenue earned from agreements with the Club's sponsors and commercial partners, as well as the sale of matchday publications and monies generated from TV and the SPFL for matches televised or broadcast to the public.

### OPERATING EXPENDITURE

TRFCL has incurred the following operating expenses during the year:

	Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
Staff costs	16,591	12,074
Other operating charges	12,384	9,340
Hire of plant and machinery	217	203
Depreciation of property, plant and equipment	1,568	1,583
Amortisation of trade marks	2	2
Amortisation and impairment of player registrations	1,595	764
Auditor's remuneration	35	40
Total operating expenses	32,392	24,006

Player costs are TRFCL's most significant expenditure, including £10.4 million (2016: £6.4 million) in respect of the first team playing squad. First team player salary costs are contractual and each player's salary is unique.

Other operating charges include matchday costs, such as policing, stewarding and pitch costs. A 33% increase in other operating charges against the previous year was driven by one additional home game played, in addition to the reintroduction of a pre-season foreign trip, and significantly increased repairs and refurbishments being carried out to the Stadium.

# Strategic Report (continued)

## KEY PERFORMANCE MEASURES

TRFCL uses a number of key performance measures in its business, including statutory measures, such as revenue and operating profit/(loss), before and after player trading. The most significant non-statutory measures used include the wages/turnover ratio and season ticket sales. Key non-financial measures include on-pitch performance and attendance. The table below shows some KPIs for the year to 30 June 2017.

	Year ended 30 June 2017	Year ended 30 June 2016
Total revenue (£'000s)	28,352	21,424
Operating loss (£'000s)	(6,623)	(2,339)
Earnings before interest, tax, depreciation and amortisation (EBITDA) (£'000s)	(457)	10
First Team Wages/Turnover ratio	37%	30%
Number of games played (total)	52	51
Number of games played (SFL home)	19	18
Number of games played (SFL away)	19	18
Number of games played (Cup home)	7	7
Number of games played (Cup away)	4	7
Number of other games (Friendlies home)	1	1
Number of other games (Friendlies away)	3	-
Number of season tickets sold	43,253	37,481
Season ticket sales (£'000s)	13,590	9,539
Average season ticket price (£)	314	255
Average attendance (league home matches)	48,893	44,359

# Strategic Report (continued)

## CURRENT TRADING AND PROSPECTS

Last season, the Club's first team finished 3rd in the Ladbrokes SPFL Premiership. In addition, the Club's reached the semi-finals of both the League Cup and the William Hill Scottish Cup. In the current season, the Club currently sits in 4<sup>th</sup> place in the Premiership, at the time of writing.

The Club enjoys a world class stadium and training infrastructure and a loyal and passionate global fan base, which provide a predictable income and the foundation for the Company. The Directors believe that digital media and TRFCL's broadcasting arrangements enable TRFCL to capitalise on the Club's brand better than has taken place before. The Directors are confident that the future of the Company is bright and are encouraged as they seek to achieve their goal of securing Rangers as a leading club in world football. Having returned to the Ladbrokes SPFL Premiership, the task is now to improve our finishing position in that League, and have regular European football at the Club.

## RISKS AND UNCERTAINTIES

The Board sets out below the principal risks and uncertainties that it considers to be associated with the running of a professional football club. Due to the nature of professional football there are many risks and inherent uncertainties due to the nature of participating in competitive sport. These risks are regularly reviewed internally by executive management. Each risk when identified is analysed to determine the likelihood of the risk occurring, the potential impact it may have on the Company if it did occur, and the steps that have been or should be taken to reduce the likelihood of occurrence and mitigate any potential impact. Management personnel are responsible for managing these risks and the required steps to be taken are subject to direction and on-going review by executive management and Directors.

The Directors consider that the principal risks to the performance of the business continue to fall under the following headings:

### Future funding

Building a team to challenge for the Ladbrokes SPFL Premiership and compete in European competition requires continued investment before success in these areas will generate a significant contribution to the revenues and cash flows of the Club. Until such time, the Company continues to require funding support from its investors. To this effect, the current and future financial position of the Company, its cash flows and liquidity position have been reviewed by the Directors. The forecasts indicate that additional funds are required to support the Club for the rest of the season 2017/18. The Board have received undertakings from the investors confirming that they will provide financial support. Further information can be found in note 1 to the financial statements.

### Litigation

The company operates at risk of litigation procedures from third parties, which are dealt with as they arise and on an individual basis. The key litigations to which the Company are party are identified later in this report alongside other pre-existing claims.

### Retail revenue

With the new retail agreement in place, and all previous claims and litigation settled, the Club has made significant progress in its bid to return its retail operations to a profitable and thriving part of the business. The success of this initiative depends on the supporters having the confidence to return to the Club's outlets to purchase new strips and merchandise.

### Season ticket revenues

Significant revenue is earned from the sale of season tickets. Current economic conditions can affect supporters' available income and there is a risk that the season ticket sales may fall. As well as the level of supporter engagement, the quality on the pitch, the standard of matchday entertainment, the level of success from the previous season, the level of opposition, together with pricing all have an effect on the decision to buy. Many of these factors are beyond the control of the Company.

### Matchday attendances

Substantial income is derived from matchday ticket sales and the sale of various products and services on match days, including hospitality, catering and programmes. Worse than expected results and inclement weather, especially during the winter months can lead to a drop in attendances.

### Broadcasting contracts and football competitions

The SPFL sells domestic broadcasting rights centrally. The Club currently competes in the Ladbrokes SPFL Premiership, and the SPFL provide revenue streams to the Company. The future level of revenue is not contractually guaranteed, and is subject to influence from third parties.

### Player transfer market and wages

The football club is subject to two transfer windows within the year. The unpredictable nature of these, with players able to move relatively freely, despite their contracts and many clubs looking to buy players with comparative skills, means that all clubs cannot guarantee that they will retain or add to the squad to meet their requirements. The short transfer window can also have an inflationary effect on prices or alternatively drive selling prices down.

Player wages are subject to influence from competing clubs, particularly in those leagues with lucrative media contracts, significantly exceeding those available in smaller domestic markets. Consequently, all transactions are affected by a series of variable factors which result in the market being unpredictable.

Each of the factors above are influenced significantly by uncertainties beyond the control of the Company.

# Strategic Report (continued)

## FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company is exposed to financial risk through its financial assets and liabilities. The key financial risk is that the proceeds from financial assets are not sufficient to fund the obligations arising from liabilities as they fall due. The most important components of financial risk are interest rate risk, currency risk, credit risk, liquidity risk, cash flow risk and price risk. Due to the nature of the Company's business the financial risk that the Directors consider particularly relevant to the Company is cash flow risk. The Company addresses cash flow risk by carefully managing its working capital inflows and outflows. The Company manages its working capital inflows and outflows to minimise any material foreign exchange risk. The Company does not enter into complex financial instruments for speculative purposes. Further information is provided in note 19 to the financial statements.

## GOING CONCERN

The Board of Directors ("the Board") are required to prepare the statutory financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business. In satisfaction of this responsibility the Board has considered the Company's ability to meet its liabilities as they fall due.

The Company's business activities, together with the factors likely to affect its future development and performance are set out in the Strategic Report. The Strategic Report also describes how the Company manages its capital, its liquidity risk and its exposure to credit risk.

The Company meets its day to day working capital requirements through existing cash facilities, investor loans and finance leases. Management information tools including budgets and cash flow forecasts are used to monitor and manage current and future liquidity. The Board acknowledges that there is a level of uncertainty in the general economic environment which may impact the trading position of its customers and suppliers.

The Board has undertaken a recent and thorough review of the Company's forecasts and the associated risks. These forecasts extend for a period beyond one year from the date of approval of these financial statements. The extent of this review reflected the current economic environment, the Club's current and projected trading and position in Scottish football.

Key assumptions in respect of the Company's forecasts are discussed within note 1 to the financial statements.

At the time of preparation, the forecasts identified that the Company would require a minimum of £4.0m additional funding by the end of season 2017/18 in order to meet its liabilities as they fall due. The first tranche of funding is required in November 2017.

Further funding amounting to £3.2m is forecast to be required during the 2018/19 season. However, the final amount is dependent on future football performance and European football participation amongst other factors.

The Board have discussed the Club's forecast cash shortfall and have reached an agreement with New Oasis Asset Limited whereby they will provide additional loan facilities as necessary to meet the above requirements.

Further to this, New Oasis Asset Limited and certain investors have agreed to extend their existing loan facilities to July 2019.

The Board is satisfied that those parties will continue to provide financial support to the Company and have satisfied themselves as to the validity of the undertakings.

The Board acknowledge that had these assurances not been secured then a material uncertainty would exist which may cast doubt over the Company's ability to continue as a going concern and therefore its ability to realise its assets and discharge its liabilities in the normal course of business. With the appropriate assurances obtained and the continued support of the investors, the Board believe that such uncertainty has been removed.

Further to this, the Board is hopeful that the Club will be in position to proceed with a share issue during 2018 in order to provide further finance for the Company.

The financial support committed more than covers the projected shortfall for this season and beyond.

As such, after making the enquiries referred to above, the Board of Directors believe that there is a reasonable expectation that the Company will at all times have adequate resources to continue in operational existence for the foreseeable future. Accordingly they continue to adopt the going concern basis in preparing this report and the statutory financial statements.



# Strategic Report (continued)

## LIQUIDITY AND CAPITAL RESOURCES

The Company maintains cash to fund the daily cash requirements of its business. The Company does not have access to any further banking facilities.

There are interest-free, unsecured loans with investors amounting to £15.9 million, whilst the Company also has finance lease agreements totalling £0.5 million.

As at 30 June 2017, the Company held £2.8 million within cash and bank balances.

Approved by the Board and signed on its behalf by:

A handwritten signature in black ink, consisting of a vertical line followed by a horizontal line that curves upwards and then back down to the horizontal line.

Andrew Dickson, Director

24 November 2017

# Directors' Report

The Directors present their report on the affairs of the Company together with the financial statements and Auditor's Report for the year ended 30 June 2017.

## PRINCIPAL ACTIVITIES AND STRATEGIC REPORT

The principal activities of the Company continue to be the operation of a professional football club in Scotland together with related commercial activities. A review of the Company's business, an indication of the likely future developments of its business and a description of the principal risks and uncertainties facing the Company are contained in the Strategic Report on pages 2 to 7.

## ENVIRONMENTAL MATTERS AND EMPLOYEE MATTERS

The Company aims to operate as a responsible employer. We seek to minimise the Company's impact on the environment and endeavour to achieve this through recycling and energy conservation wherever possible. We are also committed to maintaining a workplace of the highest standard and seek to do so by ensuring that we provide training programmes, appropriate remuneration and a positive working environment.

The Club has chosen to adopt the voluntary Living Wage rate as a minimum for all its employees over age 25.

## RESULTS AND DIVIDENDS

The Directors have not recommended the payment of a dividend (2016: nil).

## DIRECTORS

The Directors serving throughout the year were as follows:-

### Name

Stewart Robertson

Andrew Dickson

Paul Murray

John Gilligan

Graeme Park

resigned 27 March 2017

resigned 27 March 2017

resigned 27 March 2017

## OTHER INFORMATION

The Directors have included other information, in accordance with S141(6) of the Companies Act 2006, within the Strategic Report, being information on the exposure to risks and uncertainties.

## DIRECTORS' INDEMNITIES

The Company has not made any qualifying third-party indemnity provisions for the benefit of its Directors during the period.

## CHARITABLE AND POLITICAL DONATIONS

The Company made cash donations of £4k (2016: £18k) to international, UK-based and local charities during the period. The Company made no political donations during the year (2016: nil).

# Directors' Report (continued)

## DISABLED EMPLOYEES

Applications for employment by disabled persons are always considered fully, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment within the Company continues. Suitable training and adjustments to their work environment are arranged where appropriate, to allow staff to reach their potential. It is the policy of the Company that the training, career development and promotion of disabled people should, as far as possible, be identical to that of other employees.

## EMPLOYEES CONSULTATION

The Company places considerable value on the involvement of its employees throughout the business. Employees are kept well-informed on matters affecting them as employees and on the various factors affecting the Company, such as performance. This is achieved by regular departmental meetings, email correspondence and intranet notices.

## SUPPLIER PAYMENT POLICY

The Company's policy on payment of creditors is to negotiate payment terms when agreeing the terms of each transaction. In the majority of cases this involves payment within 30 days of the invoice date; however, where discounts are available it is generally the policy to pay earlier and benefit accordingly.

## KEY PERFORMANCE INDICATORS

The Directors monitor the business based on a number of key performance measures, being both financial and football-related, as shown in the Strategic Report.

## EVENTS SINCE THE END OF THE YEAR

Information relating to events since the year-end is given in the notes to the financial statements.

## AUDITOR

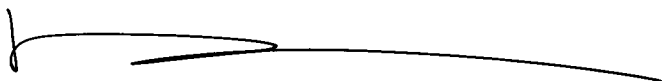
In the case of each of the persons who are Directors of the Company at the date when this report was approved:

- so far as each of the Directors are aware, there is no relevant audit information (as defined by the Companies Act 2006) of which the Company's auditor is unaware; and
- each of the Directors has taken all of the steps that he ought to have taken as a Director to make himself aware of any relevant audit information (as defined) and to establish that the Company's auditor is aware of that information.

This information is given and should be interpreted in accordance with the provision of Section 418 of the Companies Act 2006.

Subsequent to the year end, Campbell Dallas LLP changed its statutory name. Campbell Dallas has been retained as the trading name of the auditor.

Approved by the Board and signed on its behalf by:



Andrew Dickson, Director

24 November 2017

# Directors' Responsibilities Statement

The Directors are responsible for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have chosen to prepare the Company financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under company law the Directors must not approve the accounts 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, International Accounting Standard 1 requires that Directors:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- state whether IFRS as adopted by the EU has been followed subject to any material departures disclosed or explained in the financial statements;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; 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.

By order of the Board



Andrew Dickson, Director  
24 November 2017

# Independent auditor's report to the members of The Rangers Football Club Limited

## **Opinion**

We have audited the financial statements of The Rangers Football Club Limited (the 'company') for the year ended 30 June 2017 on pages 13 to 45. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union, as applied in accordance with the provisions of the Companies Act 2006.

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.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 June 2017 and of its 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 Companies Act 2006.

## **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## **Emphasis of matter - going concern**

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosures in note 1 to the financial statements concerning the Company's ability to continue as a going concern. In order to continue operations for the next 12 months the Company is dependent on its ultimate parent entity raising additional finance and continuing to provide support to the Company. Failure to secure additional funding by the ultimate parent entity would result in the existence of a material uncertainty which may cast significant doubt as to the Company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the Company was unable to continue as a going concern.

## **Other information**

The Directors are responsible for the other information. The other information comprises the information in the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **Opinion on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors has been prepared in accordance with applicable legal requirements.

## **Matters on which we are required to report by exception**

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Directors.

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.

# Independent auditor's report to the members of The Rangers Football Club Limited (continued)

## Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine necessary to enable to preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

## Our responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Report of the Auditors.



Greig McKnight (Senior Statutory Auditor)  
for and on behalf of Campbell Dallas  
Statutory Auditors  
Titanium 1  
King's Inch Place  
Renfrew  
PA4 8WF

24 November 2017

# Income Statement

For the year ended 30 June 2017

		Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
	Notes		
<b>REVENUE</b>	2	28,352	21,424
<b>OPERATING EXPENSES</b>			
Amortisation and impairment of player registrations	3	(1,595)	(764)
Other operating expenses	3	(30,797)	(23,242)
		<hr/>	<hr/>
Total operating expenses		(32,392)	(24,006)
Other operating income	3	417	243
		<hr/>	<hr/>
<b>OPERATING LOSS BEFORE NON-RECURRING ITEMS</b>		(3,623)	(2,339)
Non-recurring costs	4	(3,000)	(286)
		<hr/>	<hr/>
<b>OPERATING LOSS</b>		(6,623)	(2,625)
Profit/(loss) on disposal of player registrations	11	(446)	121
Profit / (loss) on disposal of fixed assets		(200)	-
Investment income	12	620	212
Finance costs	8	(37)	(15)
		<hr/>	<hr/>
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		(6,686)	(2,307)
Taxation	9	191	-
		<hr/>	<hr/>
<b>LOSS FOR THE YEAR</b>		<u>(6,495)</u>	<u>(2,307)</u>
All results arise from continuing operations			

The notes on pages 18 to 45 form an integral part of the financial statements.

# Statement of Comprehensive Income

For the year ended 30 June 2017

		Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
	Notes		
<b>LOSS FOR THE YEAR</b>		(6,495)	(2,307)
Deferred tax relating to components of other comprehensive income	9	325	763
Other comprehensive income for the year		<u>325</u>	<u>763</u>
<b>TOTAL COMPREHENSIVE LOSS FOR THE YEAR</b>		<u><u>(6,170)</u></u>	<u><u>(1,544)</u></u>



# Balance Sheet

As at 30 June 2017

	Notes	2017 £'000	2016 £'000
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	10	42,658	43,596
Intangible assets	11	25,415	17,901
		<u>68,073</u>	<u>61,497</u>
<b>CURRENT ASSETS</b>			
Trade and other receivables	13	16,979	14,677
Cash and bank balances	14	2,829	2,958
		<u>19,808</u>	<u>17,635</u>
<b>TOTAL ASSETS</b>		<b>87,881</b>	<b>79,132</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	15	(8,440)	(5,251)
Obligations under finance leases	16	(125)	(38)
Deferred income	17	(17,875)	(15,477)
		<u>(26,440)</u>	<u>(20,766)</u>
<b>NET CURRENT (LIABILITIES)/ASSETS</b>		<b>(6,632)</b>	<b>(3,131)</b>
<b>NON-CURRENT LIABILITIES</b>			
Trade and other payables	15	(3,927)	(514)
Obligations under finance leases	16	(351)	-
Deferred income	17	(488)	(366)
Deferred tax liability	18	(5,050)	(5,566)
		<u>(9,816)</u>	<u>(6,446)</u>
<b>TOTAL LIABILITIES</b>		<b>(36,256)</b>	<b>(27,212)</b>
<b>NET ASSETS</b>		<b>51,625</b>	<b>51,920</b>
<b>EQUITY</b>			
Share capital	21	334	334
Share premium account	22	12,960	12,960
Revaluation reserve	23	27,005	27,042
Capital contribution	23	34,000	28,125
Retained earnings	24	(22,674)	(16,541)
<b>TOTAL EQUITY</b>		<b>51,625</b>	<b>51,920</b>

The financial statements of The Rangers Football Club Limited (registered number SC425159) were approved by the Directors and authorised for issue on 24 November 2017. They were signed on its behalf by:



Andrew Dickson, Director

The notes on pages 18 to 45 form an integral part of these financial statements.

# Statement of Changes in Equity

For the year to 30 June 2017

	Share capital £'000	Share premium £'000	Retained earnings £'000	Capital contribution £'000	Revaluation reserve £'000	Total equity £'000
<b>As at 30 June 2015</b>	<b>334</b>	<b>12,960</b>	<b>(14,596)</b>	<b>21,850</b>	<b>26,641</b>	<b>47,189</b>
Loss for the year to 30 June 2016	-	-	(2,307)	-	-	(2,307)
Deferred tax liability relating to components of other comprehensive income	-	-	-	-	763	763
Transfer from revaluation reserve to retained earnings	-	-	453	-	(453)	-
Deferred tax liability on transfer from revaluation reserve to retained earnings	-	-	(91)	-	91	-
Shareholder contributions received	-	-	-	6,275	-	6,275
<b>As at 30 June 2016</b>	<b>334</b>	<b>12,960</b>	<b>(16,541)</b>	<b>28,125</b>	<b>27,042</b>	<b>51,920</b>
Loss for the year to 30 June 2017	-	-	(6,495)	-	-	(6,495)
Deferred tax liability relating to components of other comprehensive income	-	-	-	-	325	325
Transfer from revaluation reserve to retained earnings	-	-	453	-	(453)	-
Deferred tax liability on transfer from revaluation reserve to retained earnings	-	-	(91)	-	91	-
Shareholder contributions received	-	-	-	5,875	-	5,875
<b>As at 30 June 2017</b>	<b>334</b>	<b>12,960</b>	<b>(22,674)</b>	<b>34,000</b>	<b>27,005</b>	<b>51,625</b>

# Statement of Cash Flows

For the year to 30 June 2017

		Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
	Notes		
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>	25	<b>(1,943)</b>	<b>1,968</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>			
Purchase of intangible assets		(4,306)	(956)
Purchase of property, plant and equipment		(251)	(321)
Proceeds from sale of intangible assets		25	153
Proceeds from sale of tangible assets		10	-
Interest paid		(8)	(26)
Receipt of dividend from subsidiary		620	212
<b>NET CASH OUTFLOW FROM INVESTING ACTIVITIES</b>		<b>(3,910)</b>	<b>(938)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>			
Repayment of lease finance		(151)	(438)
Contribution received from parent company		5,875	6,275
Loans repaid		-	(5,000)
<b>NET CASH INFLOW FROM FINANCING ACTIVITIES</b>		<b>5,724</b>	<b>837</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(129)</b>	<b>1,867</b>
Cash and cash equivalents at the beginning of the period		2,958	1,091
Cash and cash equivalents at the end of the period		2,829	2,958
		<b>(129)</b>	<b>1,867</b>

# Notes to the financial statements (continued)

## 1. ACCOUNTING POLICIES

### GENERAL INFORMATION

The Rangers Football Club Limited was incorporated in Scotland on 29 May 2012 with registration number SC425159.

The address of the registered office is Ibrox Stadium, Glasgow, G51 2XD. The nature of the Company's operations is that of a football club.

The financial information is presented in pounds sterling, the currency of the primary economic environment in which the Company operates. All activities of the Company are performed in the United Kingdom.

### BASIS OF PREPARATION

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU, the IFRIC interpretations and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS.

With the Club's first Europa League qualifier taking place on 29 June 2017, the financial statements have been prepared to 28 June 2017. This will allow all 2017/18 activity to be reflected in the June 2018 financial statements.

### ACCOUNTING POLICIES AND CRITICAL ACCOUNTING JUDGEMENTS

The following accounting policies have identified by the Board as being the most significant to the statutory financial statements.

### USE OF ESTIMATES AND JUDGEMENTS

The preparation of Financial Statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimates and judgements in applying accounting policies that have the most significant effect on the amounts recognised in the Financial Statements are described further in significant accounting policies.

### SIGNIFICANT ACCOUNTING POLICIES

#### Basis of accounting

The Annual Report comprises the Strategic Report, Directors Report and the Annual Accounts. The Annual Accounts comprise the Income Statement, Balance Sheet, Statement of Cash Flows, Statement of Changes in Equity, and notes. The accounting year is the year to 30 June 2017.

The financial statements have been prepared on the historical cost basis, except for where IFRS permits recognition at fair value, specifically in relation to the valuation of property and measurement of financial instruments.

The principal accounting policies adopted are set out below.

#### Going concern

The Board of Directors ("the Board") are required to prepare the statutory financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business. In satisfaction of this responsibility the Board has considered the Company's ability to meet its liabilities as they fall due.

The Company's business activities, together with the factors likely to affect its future development and performance are set out in the Strategic Report. The Strategic Report also describes how the Company manages its capital, its liquidity risk and its exposure to credit risk.

The Company meets its day to day working capital requirements through existing cash facilities, investor loans and finance leases. Management information tools including budgets and cash flow forecasts are used to monitor and manage current and future liquidity. The Board acknowledges that there is a level of uncertainty in the general economic environment which may impact the trading position of its customers and suppliers.

# Notes to the financial statements (continued)

## 1. ACCOUNTING POLICIES (CONTINUED)

### Going concern (continued)

The Board has undertaken a recent and thorough review of the Company's forecasts and the associated risks. These forecasts extend for a period beyond one year from the date of approval of these financial statements. The extent of this review reflected the current economic environment, the Club's current and projected trading and position in Scottish football.

The forecasts make key assumptions, based on information available to the Board, around:

- Football performance, the forecast assumes the Club will challenge for the European places in the Ladbrokes SPFL Premiership in 2017/18 and participate in European competition in the season thereafter;
- Season ticket sales, the timing and amount of which are consistent with the Club's historic experience. The forecasts include an uplift in season ticket prices to reflect annual inflationary increases and forecast improved football performance;
- Matchday income, which is projected to grow as a result of improving footballing performance and success;
- Sponsorship, commercial and other non-matchday income reflecting customer confidence returning and increased hospitality demand;
- The inclusion of cash flows as a result of the new retail agreement with SDI Retail Services Limited;
- Maintaining the current overhead cost base of the Club;
- Payroll costs reflecting the current squad size and composition in perspective to its assumptions around league performance. The forecast cash flows assumes future transfer payables will be met by future transfer receivables;
- The capital expenditure necessary to maintain and improve the stadium and general Ibrox vicinity;
- The Company's ability to secure further debt or equity finance from its current investors or through public share issue to allow the Group to continue to meet its liabilities as they fall due.

The Board recognises that achievement of the forecast is critically dependent on the football performance for the rest of the current season and next season, including the participation in European football competition. Consequently, sensitivities have been applied to the forecast based on a variety of football performance factors. At the time of preparation, the forecasts identified that the Company would require a minimum of £4.0m additional funding by the end of season 2017/18 in order to meet its liabilities as they fall due. The first tranche of funding is required in November 2017.

Further funding amounting to £3.2m is forecast to be required during the 2018/19 season. However, the final amount is dependent on future football performance and European football participation amongst other factors.

The Board have discussed the Club's forecast cash shortfall and have reached an agreement with New Oasis Asset Limited whereby they will provide additional loan facilities as necessary to meet the above requirements.

Further to this, New Oasis Asset Limited and certain investors have agreed to extend their existing loan facilities to July 2019.

The Board is satisfied that those parties will continue to provide financial support to the Company and have satisfied themselves as to the validity of the undertakings.

The Board acknowledge that had these assurances not been secured then a material uncertainty would exist which may cast doubt over the Company's ability to continue as a going concern and therefore its ability to realise its assets and discharge its liabilities in the normal course of business. With the appropriate assurances obtained and the continued support of the investors, the Board believe that such uncertainty has been removed.

Further to this, the Board is hopeful that the Club will be in position to proceed with a share issue during 2018 in order to provide further finance for the Company.

The financial support committed by the parties above more than covers the projected shortfall for this season and beyond.

As such, after making the enquiries referred to above, the Board of Directors believe that there is a reasonable expectation that the Company will at all times have adequate resources to continue in operational existence for the foreseeable future. Accordingly they continue to adopt the going concern basis in preparing this report and the statutory financial statements.

# Notes to the financial statements (continued)

## 1. ACCOUNTING POLICIES (CONTINUED)

### Assets and liabilities

An asset that is associated with the Company's normal operating cycle, held primarily for the purpose of being traded, expected to be realised within twelve months after the Balance Sheet date or is cash or cash equivalents (unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the Balance Sheet date) is classified as a current asset. All other assets are classified as non-current assets.

A liability is classified as current if it is expected to be settled in the Company's normal operating cycle, is held primarily for trading purposes, is due to be settled within twelve months after the statement of financial position date or the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the Balance Sheet date. All other liabilities are classified as non-current liabilities.

### Equity

Ordinary shares are classified as equity. Costs directly attributable to the issue of shares are shown in equity as a deduction from proceeds within the share premium account.

### Financial instruments

Financial instruments are classified as debt or equity in accordance with their underlying economic reality. Costs directly attributable to the issue of debt are shown as a deduction from the debt issued.

Interest, dividends, gains or losses related to a financial instrument that is classified as debt, will be presented as an expense or income in the Income Statement.

The Company has two main categories of financial instruments, which are trade and other receivables and other financial liabilities.

### Trade and other receivables

Trade and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Upon recognition, these assets are measured at fair value less directly related transaction expenses. In successive periods these are measured at amortised cost, and any differences between acquisition cost and redemption value is accounted for over the borrowing period by using the effective interest method. If transaction costs are immaterial and the credit period is short, amortised cost is equal to the nominal value less any allowance for credit losses. Amortised interest is recognised as income within the Company Income Statement.

Where these are provided interest-free or below market rate, the market value on initial recognition is required to be estimated by discounting the loan amount to the present value of future payments using an equivalent rate of a similar instrument.

### Other financial liabilities

Other financial liabilities are recognised initially at fair value, net of transaction costs incurred. In successive periods these are measured at amortised cost. Any differences between the value on initial recognition and the value on redemption is accounted for over the borrowing period by using the effective interest method. If transaction costs are immaterial and the credit period is short, amortised cost is equal to the nominal value. The amortization of financial liabilities is recognised as an expense within the Company Income Statement.

Other financial liabilities includes Other loans and Trade and other payables. Where these are provided interest-free or below market rate, the market value on initial recognition is required to be estimated by discounting the loan amount to the present value of future payments using an equivalent rate of a similar instrument.

The difference arising between the fair value of investor loans and the redemption value is deemed as a capital contribution and taken direct to equity.

### Cash and bank balances

Cash and bank balances in the Balance Sheet comprise cash at hand and in banks and short term deposits which without significant currency risk can be converted to cash within three months.

### Impairment of financial instruments

An assessment is made at each Balance Sheet date as to whether there is any objective evidence of impairment. An asset is considered for impairment where events occur such as a reduction in anticipated future cashflows or a breach of contract. All losses from impairment are recognised as financial items in the Income Statement.

# Notes to the financial statements (continued)

## 1. ACCOUNTING POLICIES (CONTINUED)

### Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts.

### Leasing

Leases that largely transfer rights and obligations to the Company (financial leasing) are capitalised as Property, plant and equipment, and the financial obligations are entered as obligations under finance leases. Other lease expenses are treated as operational leasing costs, and presented as operating expenses in the Company Income Statement.

Leased items that are recorded in the Balance Sheet are subject to depreciation according to the useful life of the asset, and the leasing liabilities are reduced with the leasing fees paid, after deduction of interest.

### Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable in the normal course of business, net of discounts, VAT and other sales-related tax.

Merchandising revenue is recognised when goods are delivered and title has passed.

Gate receipts and other matchday revenue are recognised as the games are played. Prize money in respect of cup competitions is recognised when earned. Sponsorship and similar commercial income is recognised over the duration of the respective contracts. The fixed element of broadcasting revenues is recognised over the duration of the football season whilst facility fees received for live coverage or highlights are taken when earned. Merit awards for league placing are accounted for on an accruals basis when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity.

### Taxation

The tax expense represents the sum of the tax currently payable and deferred tax. The tax currently payable is based on taxable profit for the period. Taxable profits differ from net profit as reported in the Income Statement because they exclude items of income or expense that are taxable or deductible in other years and they further exclude items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted by the Balance Sheet date.

Deferred tax is the tax expected to be payable on the differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the Balance Sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Deferred tax is charged or credited in the Income Statement or in the Statement of Other Comprehensive Income, where appropriate. The Company's liability for deferred tax is calculated using tax rates that have been substantively enacted by the Balance Sheet date. Where changes in tax rates occur that affect a deferred tax asset or liability relating to an item previously recognised in Other Comprehensive Income or direct to Equity, such changes are recognised within that applicable area. All other changes in tax rates are reflected within the Income Statement.

Deferred tax assets and liabilities require management judgement in determining such amounts to be recognised. In particular, significant judgement around the timing and quantum of future taxable income available is required when assessing the extent to which deferred tax assets should be recognised.

### Brand intangible assets

The Company only carries brand intangible assets that have been acquired on the Company Balance Sheet. Acquired brands are carried at cost, being estimated fair value on acquisition. Subject to an impairment review, no amortisation is charged on those brand intangible assets which the Board believes have an indefinite life on the basis that there is no foreseeable limit on the period of time for which the intangible asset is expected to generate cash flows.

The Company carries out an impairment review on the brand intangible assets, at least annually, or when a change in circumstances or situation indicates that those assets have suffered an impairment loss. Impairment is measured by comparing the carrying amount of an intangible asset with the 'recoverable amount' that is the higher of its fair value less costs to sell and its 'value in use'.

### Non-recurring items

Items that are deemed to be non-recurring by virtue of their nature or size are separately identified on the Company Income Statement to assist in understanding the financial performance of the Company. Such items are classed as 'non-recurring' within the Income Statement.

# Notes to the financial statements (continued)

## 1. ACCOUNTING POLICIES (CONTINUED)

### Player registrations

The costs associated with acquiring players' registrations, or extending their contracts, including agents' fees, are capitalised and amortised, in equal instalments, over the period of the respective players' contracts. Where players are acquired on deferred payment terms, these are deemed to be a financing transaction with a deemed interest rate applied. In such cases, the amount capitalised is the present value of future payments discounted using the deemed interest rate. When a contract life is renegotiated, the unamortised costs, together with the new costs relating to the contract extension, are amortised over the term of the new contract. Where the acquisition of a player registration involves a non-cash consideration, such as an exchange for another player registration, the transaction is accounted for using an estimate of market value for the non-cash consideration.

Under the conditions of certain transfer agreements, further fees will be payable in the event of the players concerned making a certain number of first team appearances or on the occurrence of certain other specified future events. Liabilities in respect of these fees are accounted for when it becomes probable that the number of appearances will be achieved or the specified future events will occur. These additional costs are capitalised and amortised as above. Likewise, any additional assets that are realised after selling players are recognised as debtors when it becomes probable that the conditions in the sale agreement will be met.

### Property, plant and equipment

Land and buildings held for use in operations, or for administrative purposes, are stated in the Balance Sheet at their revalued amounts, being the fair value at the date of revaluation, less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are performed with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair values at the Balance Sheet date.

At the date of revaluation, the Company estimates the fair value of the cash-generating unit (CGU) to which Land and buildings belong. The best evidence of fair value is the value obtained from an active market or binding sale agreement. Where neither exists, fair value is based on the best information available to reflect the amount the Company could receive for the CGU in an arm's length transaction.

Fair value has been measured using the Income approach, in accordance with IFRS 13, and is categorised into level 3 in the fair value hierarchy as it includes unobservable inputs. Under this approach, the expected future pre-tax cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or group of assets.

Further details with regard to the cash flow model used can be found within the Impairment testing section above. Relatively small changes in the assumptions could have a significant impact on the valuation of the CGU. For example, a reduction in discount rate applied, by 1%, would increase the value of the CGU by £8.3m.

The fair value of the CGU is allocated pro rata across the individual assets within the CGU, including Land and buildings. Management then perform a review of the individual fair values and consider whether this allocation is reflective of the current condition of the assets in question. Where they consider that the fair value allocated does not reflect the true condition of the assets, judgement is applied to adjust this allocation to a more appropriate basis.

Any revaluation increase arising on the revaluation of Land and buildings to fair value is credited to the properties revaluation reserve, except to the extent that it reverses a revaluation decrease for the same asset previously recognised as an expense. Under such circumstances, the increase is credited to the Income Statement to the extent of the decrease previously expensed. A decrease in carrying amount arising on the revaluation of such Land and buildings is charged as an expense to the extent that it exceeds the balance, if any, held in the properties revaluation reserve relating to a previous revaluation of that asset.

Depreciation on revalued buildings is charged to the Income Statement. On the subsequent sale or scrapping of a revalued property, the attributable revaluation surplus remaining in the properties revaluation reserve is transferred directly to retained earnings. There is also an annual transfer from revaluation reserve to retained earnings relating to annual depreciation.

Freehold land is not depreciated. Leasehold property is depreciated over the term of the lease. Other fixed assets are depreciated on a straight-line basis at annual rates appropriate to their estimated useful lives as follows:

Freehold properties	1.33%
General plant and equipment	10% – 33%

The Company capitalises costs in relation to an asset when an economic benefit from the asset is considered probable. Assets under the course of construction are carried at cost and include professional fees. Depreciation commences when the assets are ready for their intended use.

### Segmental accounting

IFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Company that are regularly reviewed by the Directors to allocate resources to the segments and to assess their performance. The Directors have concluded that in the year to 30 June 2017 the Company has only operated in one segment, namely the operation of a football club, and therefore no operating segment note has been prepared.



# Notes to the financial statements (continued)

## 1. ACCOUNTING POLICIES (CONTINUED)

### Impairment of tangible and intangible assets excluding goodwill

The Company assesses at each Balance Sheet date whether there is an indication that an asset may be impaired.

If any such indication exists, or when annual impairment testing for an asset is required, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. Impairment losses recognised with respect to CGUs are allocated to reduce the carrying amounts of the assets in the CGU on a pro rata basis.

An asset's recoverable amount is the higher of an asset's or cash generating unit's fair value less costs to sell (FVLCS) and its value in use (VIU). If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount.

Impairment losses are reported separately in the Income Statement, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

The best evidence of FVLCS is the value obtained from an active market or binding sale agreement. Where neither exists, FVLCS is based on the best information available to reflect the amount the Company could receive for the CGU in an arm's length transaction. In determining FVLCS, fair value has been measured using the Income approach, in accordance with IFRS 13, and is categorised into level 3 in the fair value hierarchy as it includes unobservable inputs. Under this approach, the expected future pre-tax cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or group of assets.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount.

A previously recognised impairment loss is reversed only if there is any indication that an impairment loss recognised in prior periods for an asset may no longer exist or may have decreased. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such a reversal is recognised in the Company Income Statement unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

Intangible assets with indefinite useful lives are not amortised but are instead subject to an annual impairment review. The Company considers its Brand to have indefinite useful life. Furthermore, the Company tests its tangible and intangible assets for impairment more frequently if there are indicators that the assets could be impaired.

### Impairment testing procedures

The impairment test is carried out using the Income approach by assessing the net present value of future expected cash flows (on the basis of the continued operation of the cash generating unit) and comparing this to the carrying amount of net assets held by the cash generating unit.

If the carrying amount of net assets is higher than the calculated net present value then the assets are considered to be impaired.

The expected cash flow is based on the Company's forecast results and margins, including the necessary capital expenditure to meet anticipated performance. The assumptions used represent Management's best estimate and are based on past experience and internal information held by the Company. Given that the calculations for recoverable amounts require the use of estimates and assumptions, it is possible that the assumptions may change, which may impact the carrying value of the CGU and result in impairment.

# Notes to the financial statements (continued)

## 1. ACCOUNTING POLICIES (CONTINUED)

### Impairment testing procedures (continued)

#### Key assumptions

Football team performance - short term (1)      Finish in top-3 of SPFL Premiership, qualify for Europa League participation

Football team performance - medium to long term (1)      Predictions of expected football results beyond season 2018/19 i.e. league placings, cup progressions, match day attendance, and future European participation.

Cash generating unit (2)      Football club operations

Budget period (3)      5 years

Discount rate (4)      13% pre-tax

Growth rate (5)      2.0%

(1) The assumptions utilised in the model involve key judgements in respect of football performance in the short, medium and long term. The Directors are satisfied over the robustness of these assumptions.

(2) The Company considers that the only cash generating unit is the operation of the football club. All income, costs and associated cash flows from retail operations are included in the impairment review following the successful termination of the previous retail agreement and entry into a new retail agreement with SDI Retail Services Limited.

Individual player registrations are included within the cash generating unit unless there are certain circumstances arising which would exclude them from the playing squad (such as sustaining a significant long term injury). In such circumstances, the players are unlikely to contribute to the future economic benefits of the cash generating unit and, as such, the carrying value of the player is removed from the cash generating unit. This is then assessed for impairment in isolation against the Company's best estimate of the player's fair value less any costs to sell. If the Company considers that impairment has occurred, a provision would be made as appropriate.

(3) The basis for the expected cash flow is the confirmed budgets for 2017/18 and the cash flow forecasts for the following four years. Expected cash flows are calculated using the weighted average of possible outcomes considered based on football team performance.

(4) In Management's judgement, a discount rate of 13% reflects current market assessments of the time value of money and the risks specific to the assets for which the estimates of future cash flows have not been adjusted. The discount rate used in the prior year was 13%.

(5) The growth rate utilised is based on expected inflationary growth in the UK beyond the period of forecasting. The growth rate used in the prior year was 2.0%.

# Notes to the financial statements (continued)

## 1. ACCOUNTING POLICIES (CONTINUED)

### Indications of impairment

As part of the impairment testing, a sensitivity analysis was performed with changes (both positive and negative) to Domestic and European football related performance, player salaries and transfers, retail revenue, discount rate and growth rate. These are considered by the Company to be the key unobservable inputs which would impact the valuation model significantly. The weighted average results from the sensitivity analysis were then taken to determine the estimated net present value of the cash generating unit.

The impairment testing did not result in the identification of impairment losses.

The valuation model showed headroom of approximately £3.5m. The model by its nature is based upon uncertain assumptions and whilst the Company has a degree of expertise in these assumptions they are subject to change.

Interrelationships exist between all unobservable inputs. For example, a reduction in football related performance could impact the value of player costs or commercial and sponsorship income.

### Critical sensitivities

Sensitivity applied	Critical value – resulting in impairment charge
Domestic and European football performance	Failure to participate in Europa League group stages a minimum of two times during the forecast period.
Discount factor	An increase in discount rate to 13.49%.
Player costs & transfers	An increase in the annual player salary costs by 3.25% above those projected in the cash flows.  An increase in the annual transfer spend by 22.61% above those projected in the cash flows.
Retail revenue	A reduction in forecast annual retail revenue by 11%.
Growth rate	A reduction in growth rate from 2% to 1.31%.

### Provisions, contingent assets and liabilities

The Company only recognises liabilities where there is a present obligation from a past event, a transfer of economic benefits is probable and the amount of costs of the transfer can be reliably estimated. In such instances a provision is calculated and recorded in the financial statements.

A contingent asset is not recognised in the Financial Statements but is disclosed when a possible asset arises from past events whose existence will be confirmed only by uncertain future events not wholly within the control of the entity and the inflow of economic benefits is assessed as probable at the Balance Sheet date.

A contingent liability is not recognised in the Financial Statements but is disclosed when an obligation arises from past events whose existence will be confirmed only by uncertain future events not wholly within the control of the entity; or an obligation arises from past events but is not recognised because it is not probable that an outflow of resources will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

# Notes to the financial statements (continued)

## 1. ACCOUNTING POLICIES (CONTINUED)

### Adoption of new and revised Standard

New, revised and amended standards that are effective for the year to 30 June 2017 are not applicable to the Company or do not have a significant impact on the financial statements.

At the date of authorisation of these financial statements, the following Standards and interpretations that are relevant to the Company were in issue but not yet effective, and have not been applied early in the financial statements:

Title	Key Issues	Effective Date	Impact on TRFCL
IFRS 15 Revenue from Contracts with Customers	The new standard is a single global revenue standard and replaces IAS11, IAS18, IFRIC 13, IFRIC 18 and SIC 31. The standard contains a single model that applies to two approaches, being at point in time and over time. For complex transactions with multiple components, variable consideration or extended periods, application of the standard can lead to revenue being accelerated or deferred in comparison to current IFRS.	Periods beginning 1 January 2018	TRFCL's key income streams are unlikely to be substantially affected.
IFRS 9 Financial Instruments	IFRS 9 was introduced in 2014 as a complete standard including the requirements previously issued and the additional amendments to introduce a new expected loss impairment model and limited changes to the classification and measurement requirements for financial assets.	Periods beginning 1 January 2018	An impact assessment has yet to be carried out however TRFCL's financial statements are unlikely to be substantially affected.
IFRS 16 Leases	The standard provides a single lease accounting model requiring lessees to recognise assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset value is insignificant.	Periods beginning 1 January 2019 (though not yet endorsed for use in the EU)	An impact assessment has yet to be carried out.
IAS 7 Statement of Cash Flows	An amendment was introduced in January 2016 to IAS 7 to enable users of financial statements to evaluate changes in liabilities arising from financing activities and differentiate between changes arising from cash flows and non-cash changes.	Periods beginning 1 January 2017 (though not yet endorsed for use in the EU)	Additional disclosure will be included if necessary in the 30 June 2018 financial statements, if required.
IFRIC 22 Foreign Currency Transactions and Advance Consideration	IFRIC 22 was introduced in June 2017 to clarify the appropriateness of recognising a current tax asset if tax laws require entities to make payments in respect of a disputed tax treatment.	Periods beginning 1 January 2018 (though not yet endorsed for use in the EU)	TRFCL has no disputed tax treatments as at 30 June 2017 therefore IFRIC 22 is unlikely to substantially affect the Company.
IFRIC 23 Uncertainty over Income Tax Treatments	IFRIC 23 was introduced in December 2016 to clarify the applicable exchange rate to be used when an entity has received advanced consideration in a foreign currency.	Periods beginning 1 January 2019 (though not yet endorsed for use in the EU)	TRFCL does not expect to receive advanced consideration in a foreign currency therefore IFRIC 23 is unlikely to substantially affect the Company.

# Notes to the financial statements (continued)

## 2. REVENUE

	Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
Gate receipts and hospitality	21,616	17,349
Sponsorship and advertising	1,530	663
Broadcasting rights	2,861	1,354
Commercial	375	233
Other operating income	1,970	1,825
	<u>28,352</u>	<u>21,424</u>

## 3. LOSS FOR THE YEAR

	Notes	Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
Loss for the year has been arrived at after charging / (crediting):-			
Staff costs	6	16,591	12,074
Other operating charges		12,384	9,340
Hire of plant and machinery		217	203
Depreciation and impairment of property, plant and equipment	10	1,568	1,583
Amortisation of trademarks	11	2	2
Auditor's remuneration	5	35	40
<b>Other operating expenses</b>		<b>30,797</b>	<b>23,242</b>
Revenue grants		(417)	(243)
Amortisation and impairment of player registrations	11	1,595	764
		<u></u>	<u></u>

Other operating charges includes matchday costs, such as policing, stewards and pitch costs.

# Notes to the financial statements (continued)

## 4. NON-RECURRING ITEMS

On 21 June 2017, the Company entered into a new retail operations, distribution and IP license agreement with SDI Retail Services Limited (replacing all existing agreements) and a deed of settlement and release in respect of all ongoing litigation and claims. In connection with these arrangements and the termination of the existing contracts, The Rangers Football Club Limited (TRFCL) incurred a non-recurring cost as shown and various dividend payments were agreed in respect of Rangers Retail Limited which have and will result in dividend payments to TRFCL. All of the litigation to which members of the Company and SDIR and its connected persons were party was dismissed between the members of the Company and SDIR and its connected persons on a no expenses due to or by basis. Going forward, the payments to TRFCL under the new license agreement will be significantly higher than under the previous agreements.

In the prior year, non-recurring costs relate to sums paid to the SPFL to settle the fine imposed on The Rangers Football Club plc ("Oldco").

## 5. AUDITOR'S REMUNERATION

The analysis of auditor's remuneration is as follows:

	Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
<b>Fees payable to the company's auditor for the audit of the company's annual accounts:</b>		
Audit of the Company's financial statements	35	40
Total audit fees	35	40
<b>Fees payable to the company's auditor for other services to the Company:</b>		
Other tax advisory and compliance services	12	15
Total non-audit fees	12	15

No services were provided pursuant to contingent fee arrangements.

# Notes to the financial statements (continued)

## 6. STAFF NUMBERS AND COSTS

The average monthly number of full-time employees (including executive Directors) was made up as follows:

	Year ended 30 June 2017	Year ended 30 June 2016
	Number	Number
Football players	59	48
Others	111	100
	<u>170</u>	<u>148</u>

In addition, the Company employed an average of 131 part-time employees during the year (2016: 133), to assist on matchdays or other events.

The aggregate remuneration comprised:

	Year ended 30 June 2017	Year ended 30 June 2016
	£'000	£'000
Wages, salaries and benefits	14,858	10,820
Social security costs	1,616	1,160
Other pension costs	117	94
	<u>16,591</u>	<u>12,074</u>

# Notes to the financial statements (continued)

## 7. DIRECTORS' EMOLUMENTS

	Salary and Payroll Benefits	Bonus	Pensions	Benefit in kind	Year to 30 June 2017	Year to 30 June 2016
	£'000	£'000	£'000	£'000	£'000	£'000
<b>Executive</b>						
Stewart Robertson	215	64	-	2	281	233
Andrew Dickson	131	28	13	2	174	158
<b>Non-Executive</b>						
Paul Murray	-	-	-	-	-	-
John Gilligan	-	-	-	-	-	-
Graeme Park	-	-	-	-	-	-
<b>Total</b>	<u>346</u>	<u>92</u>	<u>13</u>	<u>4</u>	<u>455</u>	<u>391</u>

The aggregate emoluments and pension contributions of the highest paid director were £280,889 (2016: £233,336) and £nil (2016: £nil) respectively.

## 8. FINANCE COSTS

	Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
Interest payable on lease finance agreements	30	23
Other interest	17	9
Interest received	(10)	(17)
<b>Total finance costs</b>	<u>37</u>	<u>15</u>



# Notes to the financial statements (continued)

## 9. TAXATION

	Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
Tax charged to the Income Statement:		
Current tax	-	-
Deferred tax (note 18)	(191)	-
	<b>(191)</b>	<b>-</b>
Tax charged to Other Comprehensive Income:		
Deferred tax (note 18)		
Origination and reversal of temporary differences	-	(130)
Deferred tax rate change on opening balances	(325)	(633)
	<b>(325)</b>	<b>(763)</b>
Total tax charged in the year	<b>(516)</b>	<b>(763)</b>

The credit for the year can be reconciled to the loss per the Income Statement as follows:

	Year ended 30 June 2017 £'000	Year ended 30 June 2016 £'000
<i>Continuing Operations</i>		
(Loss)/profit on ordinary activities before tax	(6,686)	(2,307)
Tax at the UK corporation tax rate of 19.75% (2016: 20%)	(1,320)	(461)
Tax effect of expenses that are not deductible in determining taxable profit	101	237
Tax effect of income not taxable in determining taxable profit	(122)	-
Difference between average rate and closing deferred tax rate	25	-
Tax effect of transition to IFRS	-	2,385
Recognition of previously unrecognised losses	-	(2,385)
Tax losses unutilised and other temporary differences not recognised	1,125	224
Tax expense / (credit) for the year	<b>(191)</b>	<b>-</b>

Current tax is calculated at 19.75% of the estimated taxable profit / (loss) for the year (2016 – 20%). Finance Act 2016 was 'substantively enacted' and 'fully enacted' on 6 and 15 September 2016 respectively. This reduced the main rate of corporation tax applicable to 17% from 1 April 2020, replace the 18% rate previously effective from that date. The closing deferred tax assets and liabilities have been calculated in accordance with the rates substantively enacted at the Balance Sheet date.

The Directors are of the opinion that there is insufficient evidence to support recognition in the short-term of the unrecognised deferred tax asset disclosed in note 18.

# Notes to the financial statements (continued)

## 10. NON-CURRENT ASSETS - PROPERTY, PLANT AND EQUIPMENT

	Freehold properties £'000	Fixtures and fittings £'000	Total £'000
<b>Cost or valuation</b>			
Cost or valuation at 1 July 2015	43,073	5,996	49,069
Additions	-	248	248
Disposals	-	-	-
	<hr/>	<hr/>	<hr/>
Cost or valuation at 1 July 2016	43,073	6,244	49,317
Additions	15	825	840
Disposals	-	(911)	(911)
	<hr/>	<hr/>	<hr/>
At 30 June 2017	<u>43,088</u>	<u>6,158</u>	<u>49,246</u>
<b>Accumulated depreciation:</b>			
At 1 July 2015	2,127	2,011	4,138
Charge for the period to 30 June 2016	506	1,077	1,583
Eliminated on disposal	-	-	-
	<hr/>	<hr/>	<hr/>
At 1 July 2016	2,633	3,088	5,721
Charge for the period to 30 June 2017	505	1,063	1,568
Eliminated on disposal	-	(701)	(701)
	<hr/>	<hr/>	<hr/>
At 30 June 2017	<u>3,138</u>	<u>3,450</u>	<u>6,588</u>
<b>Carrying amount</b>			
At 30 June 2017	<u>39,950</u>	<u>2,708</u>	<u>42,658</u>
	<hr/>	<hr/>	<hr/>
At 30 June 2016	40,440	3,156	43,596
At 30 June 2015	40,946	3,985	44,931
	<hr/>	<hr/>	<hr/>
Amounts in respect of assets of the Company held under finance leases are as follows:			
Net book value at 30 June 2017	-	521	521
Net book value at 30 June 2016	-	901	901
Depreciation provided in the period at 30 June 2017	-	68	68
Depreciation provided in the period at 30 June 2016	-	174	174
	<hr/>	<hr/>	<hr/>

On 30 June 2017 the Directors valued the Freehold Properties, comprising Ibrox Stadium and Auchenhowie training facility at Fair value. Fair value has been measured using the Income approach, in accordance with IFRS 13, and is categorised into level 3 in the fair value hierarchy as the inputs include unobservable inputs.

Further details in respect of the key assumptions, estimates and sensitivities in this assessment can be found in note 1 to these financial statements.

Whilst the cash flow model indicated that the CGU had a fair value in excess of carrying value by approximately £3.5m, it was concluded that this excess did not relate to Freehold properties. As such, there has been no revaluation adjustment in the current year as the carrying value is deemed to be equivalent to its fair value.

Impairment tests for specific fixed assets are performed when there are indications of impairment. Where these assets do not form part of the overall CGU of Football operations, they are assessed in isolation.

# Notes to the financial statements (continued)

## 11. INTANGIBLE ASSETS

	Player Registrations £'000	Brand £'000	Total £'000
<b>Cost:</b>			
Cost or valuation at 1 July 2015	3,069	16,066	19,135
Additions	1,704	6	1,710
Disposals	(1,078)	-	(1,078)
	<hr/>	<hr/>	<hr/>
Cost or valuation at 1 July 2016	3,695	16,072	19,767
Additions	10,330	-	10,330
Disposals	(1,930)	-	(1,820)
	<hr/>	<hr/>	<hr/>
At 30 June 2017	<u>12,095</u>	<u>16,072</u>	<u>28,277</u>
<b>Amortisation:</b>			
At 1 July 2015	2,173	5	2,178
Charge for period to 30 June 2016	764	2	766
Eliminated on disposal	(1,078)	-	(1,078)
	<hr/>	<hr/>	<hr/>
At 1 July 2016	1,859	7	1,866
Charge for period to 30 June 2017	1,595	2	1,597
Eliminated on disposal	(711)	-	(601)
	<hr/>	<hr/>	<hr/>
At 30 June 2017	<u>2,743</u>	<u>9</u>	<u>2,862</u>
	<hr/>	<hr/>	<hr/>
<b>Net book value at 30 June 2017</b>	<u><b>9,352</b></u>	<u><b>16,063</b></u>	<u><b>25,415</b></u>
	<hr/>	<hr/>	<hr/>
Net book value at 30 June 2016	<u>1,836</u>	<u>16,065</u>	<u>17,901</u>
	<hr/>	<hr/>	<hr/>
Net book value at 30 June 2015	<u>896</u>	<u>16,061</u>	<u>16,957</u>
	<hr/>	<hr/>	<hr/>

The loss on disposal of player registrations amounted to £446,000 (2016: profit of £121,000). This amount relates to players sold or released from their contracts.

72% of the 2017 net book value of player registrations relates to 5 players. The average amortisation period remaining for those players is 35 months.

# Notes to the financial statements (continued)

## 12. FIXED ASSET INVESTMENTS

	Principal activity	Place of registration	Type of holding	Holding %	At 30 June 2017 £	At 30 June 2016 £
<i>Subsidiary undertakings:</i>						
Rangers Retail Limited	Retail	UK	Ordinary shares	25.5%	51	51
Garrion Security Services Limited	Event Security	UK	Ordinary shares	100%	1	1
					<hr/>	<hr/>
					52	52
					<hr/>	<hr/>

In the prior year the Company transferred 26 'B' shares in Rangers Retail Limited to SportsDirect.com Retail Limited upon receipt of, and for the duration of, a loan facility that was provided. Upon repayment of the loans to SportsDirect.com Retail Limited, the shares were transferred back to the Company.

The Board acknowledges the share allotment error within Rangers Retail Limited, as disclosed in their financial statements for the year to 26 April 2015. As at the year end, no steps had been taken by Rangers Retail Limited to correct this error. As such, the percentage of voting rights held by the Club is 25.5%. Upon correction, this will return to 51% as intended following the return of the shares from SportsDirect.com.

The Company received investment income of £620,000 during the year (2016: £212,500) from Rangers Retail Limited.

## 13. TRADE AND OTHER RECEIVABLES

	2017 £'000	2016 £'000
Trade Debtors	15,383	12,544
Less/ provision for doubtful debts	(5)	(5)
	<hr/>	<hr/>
	15,378	12,539
Amounts owed by subsidiaries	-	268
Amounts owed by group undertakings	105	182
Other debtors	176	161
Prepayments and accrued income	1,320	1,527
	<hr/>	<hr/>
	16,979	14,677
	<hr/>	<hr/>
	2017 £'000	2016 £'000
Ageing of past due but not impaired receivables:		
31-60 days	21	-
61-90 days	9	5
91-120 days	3	10
	<hr/>	<hr/>
	33	15
	<hr/>	<hr/>

# Notes to the financial statements (continued)

## 13. TRADE AND OTHER RECEIVABLES (CONTINUED)

	2017 £'000	2016 £'000
Player registration receivables:		
Receivables due within one year	250	-
Receivables due more than one year	650	-
Financial discount effect	(91)	-
	<hr/>	<hr/>
Net present value of receivables	809	-
	<hr/>	<hr/>

The financial discount effect relates to the Company recognising deferred transfer installments, beyond normal business terms as a financing transaction with a deemed interest rate applied.

All other receivables are due within one year.

Trade receivables includes £12,510,000 (2016: £11,423,000) in respect of season tickets that are paid by supporters using deferred payment plans or merchant services.

The Directors consider the carrying amount of trade and other receivables to be approximate to their fair value.

## 14. CASH AND BANK BALANCES

	2017 £'000	2016 £'000
Balances with banks	2,815	2,945
Cash on hand	14	13
	<hr/>	<hr/>
	2,829	2,958
	<hr/>	<hr/>

# Notes to the financial statements (continued)

## 15. TRADE AND OTHER PAYABLES

	2017 £'000	2016 £'000
<b>Current liabilities</b>		
Trade creditors	2,449	1,019
Social security and other taxes	2,709	2,646
Other creditors	51	48
Accruals and other deferred income	3,231	1,538
	<u>8,440</u>	<u>5,251</u>

The average credit taken for trade purchases is 27 days (2016 - 31 days).

	2017 £'000	2016 £'000
<b>Non-current liabilities</b>		
Trade creditors	1,707	137
Accruals	2,220	377
	<u>3,927</u>	<u>514</u>

	2017 Trade creditors	2017 Accruals	2016 Trade creditors	2016 Accruals
Non-current liabilities fall due as follows:				
Between one and two years	907	2,047	137	250
Between two and five years	800	173	-	127
	<u>1,707</u>	<u>2,220</u>	<u>137</u>	<u>377</u>

	2017 £'000	2016 £'000
<b>Included within liabilities are the following player registration payables:</b>		
Current liabilities	3,374	654
Non-current liabilities	4,453	514
Financial discount effect	(701)	-
	<u>7,126</u>	<u>1,168</u>

The financial discount effect relates to the Company receiving deferred transfer installments beyond normal business terms as a financing transaction with a deemed interest rate applied.

# Notes to the financial statements (continued)

## 16. OBLIGATIONS UNDER FINANCE LEASES

	Total minimum payments	Future interest payable	Present value as per financial statement	Present value as per financial statement
	2017	2017	2017	2016
	£'000s	£'000s	£'000	£'000
<b>Repayment of borrowings on finance leases fall due as follows:</b>				
In one year or less	159	34	125	38
Between one and five years	394	43	351	-
	<u>553</u>	<u>77</u>	<u>476</u>	<u>38</u>

The finance leases relate to funding of capital expenditure on Stadium lighting rigs, CCTV system installations and Training Ground pump systems. There are no contingent amounts payable or restrictions imposed by the above leasing arrangements.

### Other commitments

The Company has two rolling annual operating lease commitments amounting to £47,000.

### **Secured debts**

The Scottish Sports Council (Sports Scotland) has a standard security over Auchenhowie. Finance leases are secured over the assets to which they relate.

<b>Book value of non-current assets pledged as security</b>	<b>2017</b>	<b>2016</b>
	£'000s	£'000s
Non-current assets – standard security	6,735	6,819
Non-current assets – finance leases	521	901

# Notes to the financial statements (continued)

## 17. DEFERRED INCOME

	2017 £'000	2016 £'000
Income deferred less than one year	17,875	15,477
Income deferred more than one year	488	366
	<u>18,363</u>	<u>15,843</u>

Deferred income less than one year comprises season tickets, sponsorship, hospitality and other elements of income that have been received in advance and will be recognised as revenue in the 2017/18 financial year. Deferred income more than one year relates to income received in advance from catering service contracts.

## 18. DEFERRED TAX

The following are major deferred tax liabilities recognised by the Company:

### Specification of Basis for Deferred Tax

	Opening balance 2017 £'000	Recognised in Income Statement 2017 £'000	Recognised in Other Comprehensive income 2017 £'000	Closing balance 2017 £'000
Non current assets	5,566	-	(516)	5,050
Deferred tax liability	<u>5,566</u>	<u>-</u>	<u>(516)</u>	<u>5,050</u>

### Specification of Basis for Deferred Tax

	Opening balance 2016 £'000	Recognised in Income Statement 2016 £'000	Recognised in Other Comprehensive income 2016 £'000	Closing balance 2016 £'000
Non current assets	6,329	-	(763)	5,566
Deferred tax liability	<u>6,329</u>	<u>-</u>	<u>(763)</u>	<u>5,566</u>

At the Balance Sheet date, the Company has unrecognised tax losses of £25.01m creating an unrecognised deferred tax asset of £4.3m. There is also an unrecognised deferred tax liability of £0.37m in respect of temporary tax differences in non-current assets for which losses would be available to offset. No deferred tax assets have been booked due to uncertainty in the short term over when sufficient taxable profits will arise to offset these losses.



# Notes to the financial statements (continued)

## 19. FINANCIAL INSTRUMENTS

### Capital risk management

The Company manages its capital to ensure that entities in the Company will be able to continue as a going concern while maintaining a capital structure adequate for the risk profile of the business. Strong financial capital management is an integral part of the Board's strategy to achieve the Company's stated objectives. The Board reviews financial capital reports on a regular basis and the Company finance function do so on a daily basis ensuring that the Company has adequate liquidity. The Board's consideration of going concern is detailed in the Strategic Report. The capital structure of the Company consists of cash and cash equivalents and equity attributable to equity holders of the parent comprising issued capital, reserves and retained earnings as disclosed in notes 22 to 24 and the Statement of Changes in Equity.

### Financial risk management objectives and policies

The Company's financial assets include cash and cash equivalents and other short-term deposits. The main purpose of these financial instruments is to finance the Company's operations. The Company has other financial instruments, such as trade and other receivables and trade and other payables, which arise directly from its operations. Surplus cash within the Company is put on deposit, the objective being to maximise returns on such funds, subject to acceptable credit, liquidity and price risk, whilst ensuring that the short-term cash flow requirements of the Company are met.

The carrying value of the financial assets and liabilities (with non-financial assets and liabilities shown for reconciling purposes) are analysed as follows:

	Financial	Non financial	Total At 30 June 2017	Total At 30 June 2016
	£'000	£'000	£'000	£'000
Non-current assets	-	68,073	68,073	61,497
Trade receivables and similar items	15,378	-	15,378	12,539
Cash and cash equivalents	2,829	-	2,829	2,958
Other current assets	1,601	-	1,601	2,138
<b>Total assets</b>	<b>19,808</b>	<b>68,073</b>	<b>87,881</b>	<b>79,132</b>
Financial liabilities				
Trade and other payables	12,367	-	12,367	5,251
Other liabilities	18,839	5,050	23,889	21,961
<b>Total liabilities</b>	<b>31,206</b>	<b>5,050</b>	<b>36,256</b>	<b>27,212</b>
<b>Net (liabilities)/assets</b>	<b>(11,398)</b>	<b>63,023</b>	<b>51,625</b>	<b>51,920</b>

The Company has not used derivative financial instruments during the year. The Board will review the need for the use of derivative financial instruments in the future.

The Company has exposure to the following risks from its use of financial instruments:

- (i) market risk;
- (ii) credit risk; and
- (iii) liquidity risk.

# Notes to the financial statements (continued)

## 19. FINANCIAL INSTRUMENTS (CONTINUED)

This note presents information about the Company's exposure to each of the above risks and the Company's objectives, policies and processes for measuring and managing risk.

### (i) Market risk

The Company's activities expose it to the financial risks of changes in foreign currency exchange rates.

#### Foreign currency management

The reporting currency of the Company is UK Sterling. The Company is exposed to currency risk due to movements in foreign currencies relative to Sterling affecting the Company's foreign currency transactions and balances.

The amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the reporting date are as follows:

	Trade & other payables 2017	Cash & cash equivalents 2017	Trade & other payables 2016	Cash & cash equivalents 2016
Euro	(1,385)	14	-	39
Swiss Francs	-	1	-	1
USD	(4,382)	47	-	48

The following table details the Company's sensitivity to a 10% increase and decrease in GBP against the relevant foreign currencies. 10% is the sensitivity rate used which represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates. A positive number below indicates an increase in profit where GBP strengthens 10% against the relevant currency. For a 10% weakening of GBP against the relevant currency, there would be a comparable impact on the profit, and the balances below would be negative.

	Euro 2017 '000	Euro 2016 '000	USD 2017 '000	USD 2016 '000
Profit / (loss)	124	(4)	394	(4)

### (ii) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Of the total trade receivable balance of £15,415,000, £809,000 relates to amounts receivable from other football clubs in relation to player trading, and £7,813,000 relates to amounts due from merchant service providers. Such assets held by the merchant service provider are released to the Club over the course of the season. The maximum credit exposure relates to the total of cash and cash equivalents and trade receivables, and is £18,244,000.

There are no other significant concentrations of credit risk within the Company. The maximum risk exposure relates to the merchant services provider. The Merchant services provider is the UK subsidiary of a corporate entity listed on the New York stock exchange and meets the credit rating criteria of the Board. Management reviews the financial status of provider on an ongoing basis.

Credit evaluations are performed on all customers requiring credit over a certain amount. The maximum credit risk exposure of the Company comprises the amounts presented in the Balance Sheet which are stated net of provisions for doubtful debts.

# Notes to the financial statements (continued)

## 19. FINANCIAL INSTRUMENTS (CONTINUED)

### (iii) Liquidity risk

The Company's policy is to maintain a balance of continuity of funding and flexibility through the use of loans and finance leases as applicable. At 30 June 2017, the Company has finance lease obligations amounting to £0.5m.

Ultimate responsibility for liquidity risk management rests with the Directors. The Directors use management information tools including budgets and cash flow forecasts to be able to regularly monitor and manage current and future liquidity. Further information in respect of liquidity risk can be found within note 1 to the financial statements and in the Strategic Report.

At the year end, the Company's contractual cash flows and exposure to liquidity risk was as follows:

	Due on demand or less than one year £'000	Due 1-2 years £'000	Due 2-5 years £'000	Total as at 30 June 2017 £'000	Carrying value at 30 June 2017 £'000
Trade and other payables	(8,440)	(3,377)	(1,251)	(13,068)	(12,367)
Finance lease obligations	(159)	(126)	(268)	(553)	(476)
Total	<u>(8,599)</u>	<u>(3,503)</u>	<u>(1,519)</u>	<u>(13,621)</u>	<u>(12,843)</u>

## 20. FAIR VALUES

	Carrying value £'000s
Non-financial assets	
Property, plant & equipment	39,950

See note 10 for details of property, plant & equipment held at fair value. The Company considers this to be a recurring measurement using a level 3 valuation method.

The value of all other financial assets and liabilities included in the Financial Statements are considered to be a reasonable approximation of fair value at the Balance Sheet date.

## Notes to the financial statements (continued)

### 21. SHARE CAPITAL

As at  
30 June 2017  
£'000

At 1 July 2016 and 30 June 2017 allotted, called up and fully paid 33,415,000 Ordinary shares of 1p each

334

There is only one class of ordinary shares. All shares carry equal rights.

### 22. SHARE PREMIUM

As at  
30 June 2017  
£'000

Balance at 1 July 2016 and 30 June 2017

12,960

# Notes to the financial statements (continued)

## 23. OTHER RESERVES

### Revaluation reserve

As at  
30 June 2017  
£'000

Balance at 30 June 2015	26,641
Deferred tax liability relating to components of other comprehensive income	763
Transfer from revaluation reserve to retained earnings in respect of depreciation	(453)
Deferred tax liability on transfer from revaluation reserve to retained earnings	91
	<hr/>
Balance at 30 June 2016	27,042
Deferred tax liability relating to components of other comprehensive income	325
Transfer from revaluation reserve to retained earnings in respect of depreciation	(453)
Deferred tax liability on transfer from revaluation reserve to retained earnings	91
	<hr/>
Balance at 30 June 2017	27,005

### Capital contribution reserve

As at  
30 June 2017  
£'000

Balance at 30 June 2015	21,850
Shareholder contributions received	6,275
	<hr/>
Balance at 30 June 2016	28,125
Shareholder contributions received	5,875
	<hr/>
Balance at 30 June 2017	34,000

## 24. RETAINED EARNINGS

As at  
30 June 2017  
£'000

Balance at 30 June 2015	(14,596)
Loss for the year ended 30 June 2016	(2,307)
Release of revaluation reserve for the year ended 30 June 2016	453
Depreciation on release of revaluation reserve for the year ended 30 June 2016	(91)
	<hr/>
Balance at 30 June 2016	(16,541)
Loss for the year ended 30 June 2017	(6,495)
Release of revaluation reserve for the year ended 30 June 2017	453
Depreciation on release of revaluation reserve for the year ended 30 June 2017	(91)
	<hr/>
Balance at 30 June 2017	(22,674)

# Notes to the financial statements (continued)

## 25. NOTES TO THE STATEMENTS OF CASH FLOWS

	Year to 30 June 2017 £'000	Year to 30 June 2016 £'000
Cash flows from operating activities		
Loss for the year	(6,495)	(2,307)
Amortisation and impairment of intangible fixed assets	1,597	766
Depreciation and impairment of property, plant and equipment	1,568	1,583
(Gain)/loss on disposal of players' registrations	446	(121)
(Gain)/loss on disposal of fixed assets	200	-
Financing costs and other charges	37	15
Dividends received from Rangers Retail Limited	(620)	(212)
Decrease/(increase) in trade and other receivables	(2,302)	(7,975)
(Decrease)/increase in trade and other payables and deferred income	3,817	10,219
Taxation	(191)	-
Cash flows from operating activities	<u>(1,943)</u>	<u>1,968</u>

## 26. RELATED PARTY TRANSACTIONS

### Balances with Group entities

At the year end the Company held short term receivables due from Garrion Security Services Limited and Rangers Media Limited amounting to £405,000 and £44,000 respectively (2016: £267,000 and £139,000). The balance due from Garrion Security Services Limited has been fully provided against in these financial statements.

### Transactions with Rangers Retail Limited

During the year, the Company sold goods and services amounting to £99,000 to Rangers Retail Limited and received dividends amounting to £620,000. At the year end, the Company was due £23,000 from Rangers Retail Limited. This amount is included in trade receivables.

### Key management personnel

Key management personnel are the members of the Executive Board. Details regarding key management personnel remuneration are disclosed in note 7 to these financial statements.

## 27. CONTINGENT LIABILITIES AND ASSETS

### Independent Investigation

On 15 April 2013, the Board of RIFC plc, TRFCL's parent company, announced that it was commissioning an independent examination and report relating to allegations made by Craig Whyte, the previous owner of Rangers Football Club plc, concerning RIFC's then Chief Executive and Commercial Director.

A letter before claim was received by the Company from legal advisers to Craig Whyte and Aidan Earley. The Company engaged the services of Allen & Overy LLP to defend against this possible claim. In addition, the non-executive directors of the Company (the "Investigation Committee") engaged the law firm Pinsent Masons LLP to investigate the connections between Craig Whyte and former and current personnel of the Company and its subsidiaries (the "Investigation").

The Investigation was overseen by Roy Martin QC.

On 30 May 2013, the Company announced that the Investigation had been concluded on 17 May 2013 and Pinsent Masons and Roy Martin QC have reported to the Investigation Committee. The Investigation Committee was satisfied that a thorough investigation was conducted despite the inherent limitations of a private inquiry.

Based on the assessment of the available evidence, the Company considers that the Investigation found no evidence that Craig Whyte had any involvement with Sevco Scotland Limited (now called The Rangers Football Club Limited), the company which ultimately acquired the business and assets of Rangers Football Club plc from its administrators; nor which would suggest that Craig Whyte invested in The Rangers Football Club Limited or Rangers International Football Club plc, either directly or indirectly through any third party companies or vehicles.

On 28 May 2013, a further letter before claim was sent to (inter alia) The Rangers Football Club Limited and Rangers International Football Club plc on behalf of Craig Whyte, Aidan Earley and (purportedly) Sevco 5088 Limited. The Board is of the view that the claims set out in the letter before claim are entirely unsubstantiated based on legal advice received to date by the Board and the outcome of the Investigation. This letter is now 52 months old and despite press reports no further correspondence or information in respect of this matter has been received in that time.

## 27. CONTINGENT LIABILITIES AND ASSETS (CONTINUED)

# Notes to the financial statements (continued)

## 27. CONTINGENT LIABILITIES AND ASSETS (CONTINUED)

### Rangers Retail Limited

On 21 June 2017, a deed of settlement and release was entered into between SDI Retail Services Limited, SportsDirect.com Retail Limited, Mike Ashley, Mash Holdings Limited, Rangers International Football Club Plc, The Rangers Football Club Limited, Dave King, Paul Murray and Rangers Retail Limited in respect of all ongoing litigation and claims between the parties. As a result, all contingent liabilities previously reported on this matter have been released from this date.

### Loss of earnings / Civil action against former directors

On 23 May 2016, the Club commenced legal proceedings against Charles Green, Brian Stockbridge, Imran Ahmed, Derek Llambias, SportsDirect.com Retail Limited and Michael Ashley relating to the circumstances surrounding the entering into by the Club of a Stadium Sponsorship Agreement and its subsequent replacement by a Partnership Marketing Agreement.

The Club is seeking declarator that the Partnership Marketing Agreement was entered into in breach of fiduciary duties and duties under the Companies Act 2006 and is void. Following the deed of settlement and release as noted above, SportsDirect.com Retail Limited and Michael Ashley have been removed from the legal proceedings on a no expenses to or by basis.

The proceedings against the remaining parties continue.

## 28. POST BALANCE SHEET EVENTS

The following events have occurred subsequent to the year end:

### Capital Commitments

The Company contracted for capital expenditure on stadium improvements and grounds equipment amounting to £797,000.

### Acquisition and sale of player registrations

The Company contracted for the purchase of one player and sale of four players. The net receipt resulting from these transfers, after taking account of direct costs, is £240,000.

### Rangers Retail Limited

On 16 October 2017, the Company received a further dividend from Rangers Retail Limited amounting to £567,500.

### Management Team

On 26<sup>th</sup> October 2017, Pedro Caixinha and his management team left the club with the associated payroll costs included within the cash flow projections being accelerated for a certain period on termination of these contracts. As the manager's duties are currently being performed by Graeme Murty on an interim basis, no additional costs are payable until any such time that a new manager may be appointed.

### Capital contributions

On 22 November 2017, the Company received additional capital contributions of £0.3m from its parent company.

## 29. CONTROLLING PARTY

The controlling party of The Rangers Football Club Limited is Rangers International Football Club plc, as 100% shareholder. Its registered company number is SC437060. Copies of this company's financial statements are available from Companies House, or from its own website [www.rangers.co.uk](http://www.rangers.co.uk).