The FA

1863 150 YEARS 2013

REPORT AND FINANCIAL STATEMENTS
SEVEN MONTH PERIOD ENDED 31 JULY 2013

Company Registration No. 00077797

The FA is the not-for-profit, governing body of football in England. It grows participation, promotes diversity and regulates the sport for everyone to enjoy.

Seven million players of all ages, 400,000 volunteers, 300,000 coaches and 27,000 qualified referees help The FA keep the grassroots game going.

The FA runs 24 England teams, across men's, women's, youth and disability football, utilising the world-class facilities of Wembley Stadium and St. George's Park.

Football is the nation's favourite game. The FA aims to grow it further beyond 2013.

To find out more about events that took place in The Football Association's 150th year, and to get involved in football, visit TheFA.com and follow @FA.

1863

1863 Ebenezer Morley proposes the formation of The FA at the Freemansons' Tavern in London, drafts its first laws, and even scores a goal in the first representative match between London and Sheffield in 1866.

1876 Engand play Scotland with an attendance of 15,000 fans

1893 England only played in the British Championship at that time but an FA team visited germany in 1899

1920s

1923 Welcome to Wembley. The iconic stadium with its familiar towers is completed in 1923, having taken 300 days to build. The new venue is ready just four days before hosting its first match – the 1923 FA Cup Final.

1923 As fans flood onto the pitch at Wembley's first FA Cup Final, PC George Scorey and his horse Billie help to ease spectators off the field. The match finally kicks off 45 minutes late and Bolton beat West Ham 2-0 in the 'White Horse Final'.

1930s

1930 Arsenal win their first FA Cup, beating huddersfield Town 2-0, but the 1930 Cup Final is remembered for an appearance by the huge Graf Zeppelin looming over Wembley.

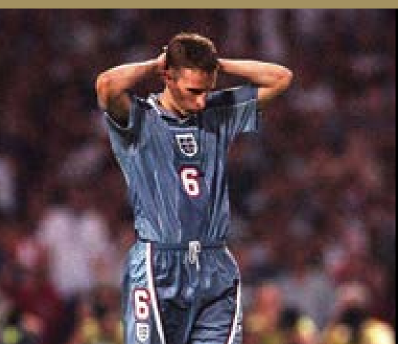
1968 The Manchester United team including Best, Charlton and Stiles become the first English winners of the european Cup, beating Benifica 4-1 in extra time.

1970s

1978 The signing of Argentine World Cup winners Ossie Ardiles and Ricky Villa for Spurs are the first high-profile foreign imports into English football, signalling a new era of overseas talent in Bristish football.

1980s

1986 In a World Cup quarter-final in Mexico, England see the best and worst of Argentine talisman Diego Maradona as he claims his infamous 'Hand of God' goal before scoring arguably the best goal in World Cup history. England lose 2-1.



1996 Despite their electrifying performances lifting the nation, hosts England face dejection, going out at the semi-final stage again. Against the Germans, again. And on penalties, again, after Gareth Southagate's spot-kick is saved.

1998 Hope Powell is the first England women's national coach, taking over from manager Ted Copeland

2000s

2001 England appoint Swedish coach Sven Goran Eriksson as their first-ever foreign manager.

2003 Russian billionaire oil magnate Roman Abramovich becomes owner of Chelsea FC, blazing a trail that more uper-rich owners would soonfollow in the premier League.

2007 After 6 years – during which major finals were played at Cardiff's Millennium Stadium – Wembley is back. England's new home is a 90,000-seat cathedral of football built on the site of the old ground.

2010s

Frank Lampard is denied a World Cup goal against Germany, despite the ball bouncing a yard over the line, and England crash out 4-1 in Bloemfontein. There are fresh calls for goal-line technology, and FIFA take notice...

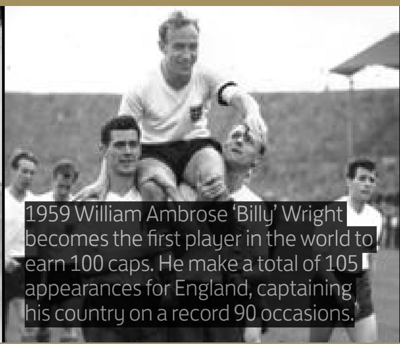
1888 The first black professional footballer, Arthur Wharton was a member of the 1888 Preston End North side dubbed the 'invincibles'. He left in 1889 to start a career as a professsional athelete.

1900s

1902 Sheffield united endure four replays en route to FA Cup glory, including the Final itself, before enventually beating Southampton 2-1 at Crystal Palace to lift the trophy.

1950s

1950 England take part in their first World Cup in Brazil, but face a first round exit after an embarassing 1-0 defeat to the USA.



1959 William Ambrose 'Billy' Wright becomes the first player in the world to earn 100 caps. He make a total of 105 appearances for England, captaining his country on a record 90 occasions.

1960s

1966 Widely considered England's greatest ever captain, Bobby Moore's positional sense and hard tackle make him the 'Player of the Tounament' as he leads his country to World Cup victory – setting up two of Geoff Hurst's goals.

1989 The tragedy during The FA Cup Semi-Final match between Liverpool and Nottingham Forest is English football's worst disaster, as 96 lose their lives at the Hillsborough stadium in Sheffield.

1990s

1995 Unpredictable Manchester United hero Eric Cantona is banned for the rest of the season following his infamous 'kung-fu' kick aimed at a Crystal Palace fan in the stands. 'When the seagulls follow the trawler, it is because they think sardines will be thrown into the sea.' Cantona said to journalists afterwards.

2001 After falling a goal behind early on, Sven's men dominate the Germans in Munich to register a sensational 5-1 away victoria, including an inspirational hat-trick from Michael Owen.

2001 With England in danger of failing to qualify for the World Cup in Japan and Korea, David Beckham scores a brilliant free kick in added time to force a 2-2 draw against Greece and grab the point his side desperately need.

2011 The transfer record between Bristish clubs is broken twice in one day, with Liverpool paying £35m for Andy Carroll before Fernando Torres moves to Chelsea for a massive £50m

2012 St. George's Park, The FA's new state-of-the-art national football centre, is officially opened in October 2012 and will be home to all 24 of England's teams including six youth sides, six women's sides and eight disability sides.

2013 England were undefeated as the qualified for next summer's World Cup in Brazil.

Contents

Officers and professional advisers

Directors
G Dyke (Chairman)
A Horne (General Secretary)
B W Bright
R F Burden
R Devlin
A Fry
M Game
D Gill
K Lamb
M R Leggett
J Nixon
H Rabbatts CBE

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Chairman's statement

Greg Dyke

I am pleased to have been appointed Chairman of The Football Association ("The FA"), especially with this being the momentous year when we mark our 150th anniversary.

It is a special birthday which deserves to be celebrated, particularly in terms of the unsung volunteers across the country that bring our national game to life each week. It is absolutely right they have been put at the heart of The FA's nationwide activities.

Football has always been part of my life, whether playing on Sunday mornings, as a fan on the terraces or as Chairman of a club. I am thrilled to be starting in this new role at The FA and look forward to the coming months at what is a very exciting time.

I would like to thank my predecessor David Bernstein along with the outgoing Sir Dave Richards and Anthony Kleanthous for their service. All three represented the FA and its Board to distinction prior to my arrival, and I am sure they will remain prominent figures within the game.

My first act as Chairman of The FA was to attend the Summer FA Council meeting at St. George's Park in July. Looking around at the fantastic facilities and talking to the dedicated staff, it is clear to see it is a remarkable place that has achieved much in its first year. Importantly, it will be pivotal to the thoughtful long-term changes we want to bring to English football as we build on the many positives in the game.

At grassroots level, seven million regularly play, and women's football is booming with the ambition for it to become the second biggest team participation sport in England behind only the men's game. 'Football for everyone' is a central aim at The FA and the efforts being made within youth development are very encouraging. It is vital youngsters are encouraged to play and enjoy the game.

We have the best known and most successful league in the world in the Premier League, and the Football League has just marked 125 years itself. That said I am a big supporter of financial fair play which, in the Premier League and the Football League, should have a big impact and hopefully bring a degree of financial prudence to the professional game.

The one thing all of us in football want is a successful England team and one of the big challenges going forward will be making that happen. Young English players are clearly important. The question is not only can we develop them but also whether we can make sure they get opportunities to play their club football at the highest level. This seems increasingly more difficult but there is a responsibility across the game to do all we can in this regard.

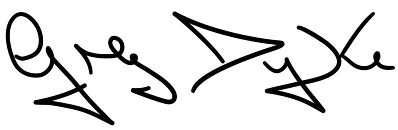
It is why I announced soon after my arrival that I intend to set up and chair an FA commission to ask three simple questions – firstly why are so few English players coming through to the top level, secondly what could be done about it and thirdly to work out how, if possible, we actually make those changes.

If we are to have any chance of success going forward it is important that football as a whole recognises the problem and also buys into the possible radical solutions.

It is necessary to state that I do not believe in just coming in and saying this is what we want. I want to talk to a lot of people, listen to what they have to say and also get to know the fantastic staff within The FA and understand fully what we can all do to support the game.

Thinking on the future, The FA has made a great start by rebuilding Wembley and developing St. George's Park, The FA Cup is on the up and we are forging stronger links internationally. However, it is essential that we do all we can to coach the coaches and work hard to develop our players at every level. It has to be a priority.

As we rightly look back and mark a century and a half of The FA and organised football, it is important we are able to move forward with enthusiasm and optimism. From what I have seen so far, we are well placed to do just that.



Greg Dyke
Chairman, The Football Association

Review of the Period

Alex Horne

I am writing as we near the climax of our celebrations marking The Football Association's 150th anniversary. It has already been a remarkable year and it has also been noteworthy for me on a personal and professional level.

July 2013 marked a decade for me working at The FA. In the past ten years, we have clearly come a long way as an organisation. Back in 2003, when I joined as Finance Director, we had just seen a slide in our broadcast income, Wembley was just coming out of the ground and to prioritise its completion, we had to mothball our National Football Centre plans.

Since then, I am delighted with the progress that we've made on all fronts. It is important to reflect that with the two major capital assets firmly up and running, a strong financial outlook and a clear strategic plan, The FA of 2013, in its anniversary year, is a modern, confident organisation which looks and feels quite different to the one I joined.

St. George's Park has been open for a year and its true impact is being felt behind the scenes. It is a fantastic building but more importantly it is a proper base for English football – a world-class hub for our coach education programmes and for all of our England teams.

It also proved a fitting home for the inaugural FA England Awards in February. The focus was across all of our 24 England teams and it was fantastic to see the likes of Dave Clarke, newly retired after 144 appearances for the blind team, honoured alongside our men's and women's stars: Steven Gerrard, Jordan Henderson and Steph Houghton.

FA150 launched in spectacular fashion in January. It was great to see former England managers and some of the game's greatest names coming together with unsung heroes in celebration of the grassroots – a theme that underpins our anniversary celebrations. It all culminated in a celebratory Gala Dinner at the Grand Connaught Rooms on 26 October, the site of the original Freemasons Tavern where 150 years ago, the founding fathers of the modern game codified the first Laws of the Game.

Women's football has undergone game-changing developments in recent years and I am really excited about its potential across all levels of the game as interest builds. We have recruited ten clubs for a second tier of the Women's Super League ("WSL") starting in 2014 and we have a new commercial focus on the women's game that is already attracting its own partnership deals. Strong broadcast partners are also on board in BBC and BT Sport for both the WSL and our women's national team.

We headed into our 150th anniversary year in good financial health and the results for the 2012/13 season underlined this progress. Turnover of £299m was achieved with increased investment into the game of £108m.

Our progress in terms of building stronger relationships has, I believe, been positive right across the English game, with leagues, clubs and county FAs, referees, the Professional Footballers' Association, League Managers Association and many other stakeholders.

Our international links have also grown in strength. The UEFA Congress in May was a tremendous opportunity for us to enhance our ties with our colleagues in Europe and the success of David Gill's campaign to get on to the UEFA Executive Committee underlined the importance of forging those stronger links. I would also like to thank Geoff Thompson for his commitment and his many years of working the corridors of UEFA.

FIFA also recognised our contribution to football over our 150 year history at its Congress in early summer and we rightly continue to be integral to football law-making, having protected our position on the International Football Association Board. We continue to help lead on advances like goal-line technology which was finally introduced in England in season 2013/14 after 15 years of lobbying and in action for the first time at The FA Community Shield at Wembley.

Our world-leading match officials continue to represent the English game to distinction around the world, with Howard Webb at the 2013 FIFA Confederations Cup including the Semi-Final and I was delighted to be present in Sweden to see Sian Massey run the line in the UEFA Women's EURO final.

The Club England set-up continues to develop, and the first year of St. George's Park has fostered an increased sense of togetherness within and across the squads.

Review of the Period

Dan Ashworth is putting in place an enhanced staffing structure in our own technical department, both for England, but also for Elite coach and player development aross the game, keeping pace with the work being done up and down the country by club academies.

The men's senior team under Roy Hodgson were undefeated as they qualified for the 2014 FIFA World Cup and the first half of 2013 also saw them beat Brazil at Wembley before holding the 2014 hosts to a draw at the new Maracana.

The women's seniors could not build on their Olympic Quarter-Finals place for Team GB the previous year but will learn lessons from their summer showing in the UEFA Women's EURO.

There is no escaping the fact that the performance of our development teams in Summer 2013 was disappointing and underlines the work still to be done. While we continue to put in place a number of the building blocks for success, I believe this area needs some real attention, from the whole game, and I believe we need to see a culture change in the way the game comes together to make English players – and England teams – successful. This is something that Greg Dyke and The FA Board will focus on in the 2013/14 season.

This has been another tremendous season for Wembley, which marked 90 years since the original stadium opened back in April 1923.

Concerts from The Killers and Robbie Williams attracted international attention in July and the NFL continues to be a strong partner, with two successful games in September and October.

Football remains at the heart of Wembley with great friendlies in the period against Brazil and Republic of Ireland. The FA Cup Final was a tremendous occasion, with Wigan Athletic providing a fairytale finish against the might of Manchester City.

In terms of governance, we will have another go at reconciling the positions of our stakeholders in the overall governance of the game. In the meantime when it comes to disciplinary matters, we will work to continue to get the big decisions right during the season and continue to look at ways we can improve – not least in improving the transparency of some of our charging and regulatory decisions.

Securing our commercial revenues to 2018 is a priority. We are delighted with the conclusion of our domestic broadcast tender and the partnership of BBC and BT Sport will, we think, make a fitting home for The FA Cup and we are delighted that ITV will be the home of all England matches for the next five years. Financially the outlook is positive versus our four-year plan assumptions and we continue to make good progress in renewing our sponsorship programme with over a year to go.

In conclusion, our 150th anniversary has allowed us to come together as an organisation and reflect on who we are and what we do. The FA was a very different place a century and a half ago and indeed ten years ago. With St. George's Park and Wembley Stadium earning global recognition for excellence and as strong a financial base as we have had for many years, The FA can face the future in a confident, but never complacent, manner.

I want to thank my senior management team and staff – who work tirelessly and professionally across all aspects of The FA's work. I would like to thank the FA Board and Council, and their colleagues in clubs, leagues and in County FAs for the way in which they have supported us in our objectives.

Our values remain the same as they ever have been, underlined by our 150th strap line – supporting football since 1863. We are committed to delivering our work with integrity, working in collaboration with the game, aspiring for excellence in all our delivery and we are proud of our work in supporting and developing the game that we all love.

Alex Horne
General Secretary, The Football Association

Our 150th anniversary has allowed us to come together as an organisation and reflect on who we are and what we do.

SUPPORTING FOOTBALL SINCE 1863

The FA was formed in 1863 in London with the agreement of 13 laws. This year, The FA celebrated 150 years of organised football.

The FA is the not-for-profit, governing body of football in England. It typically invests over £100m each year to grow participation, promote diversity and regulate the sport for all to enjoy.

The FA runs The FA Cups, 24 England teams across men's, women's, youth and disability football, utilising the world-class Wembley Stadium and St. George's Park.

Football is the nation's favourite game. The FA aims to grow it further beyond 2013.

Get involved in football, and explore FA150 at TheFA.com and #FA150

The FA

1863 150 YEARS 2013

RECORD AMOUNT OF
£108 MILLION
INVESTED IN THE GAME

150
YEARS SUPPORTING
FOOTBALL

ST GEORGE'S PARK
COACHING HOME
TO 24 TEAMS

115,000
DISABILITY
FOOTBALL
PARTICIPANTS WEEKLY

WEMBLEY
STADIUM
CELEBRATES
90 YEARS

WOMENS'S
FOOTBALL
3RD
BIGGEST TEAM
SPORT IN
THE COUNTRY

Review of the Period

Results in the seven month period ended 31 July 2013

England Men's Senior Team
England 2 Brazil 1 at Wembley on 6 February

San Marino 0 England 8 in Serravalle on 22 March*

Montenegro 1 England 1 in Podgorica on 26 March*

England 1 Republic of Ireland 1 at Wembley on 29 May

Brazil 2 England 2 in Rio de Janeiro on 2 June

*FIFA WORLD CUP 2014 Qualifier

+UEFA WOMEN'S EURO 2013 Finals

FA Cup Final
Wigan Athletic 1 Manchester City 0 at Wembley on 11 May

FA Women's Premier League Cup Final
Aston Villa 0 Leeds United 0 at York on 5 May
(Aston Villa won 5-4 on penalties)

FA Vase Final
Spennymoor Town 2 Tunbridge Wells 1 at Wembley on 4 May

FA Youth Cup Final
First Leg: Norwich City 1 Chelsea 0 at Norwich on 29 April
Second Leg: Chelsea 2 Norwich City 3 at Chelsea on 13 May
(Norwich City won 4-2 on aggregate)

England Women's Senior Team
Italy 2 England 4 in Nicosia on 6 March

Scotland 4 England 4 in Larnaca on 8 March

New Zealand 1 England 3 in Nicosia on 11 March

Canada 0 England 1 in Nicosia on 13 March

England 1 Canada 0 at Rotherham on 7 April

England 1 Japan 1 at Burton on 26 June

Sweden 4 England 1 in Uddevalla on 4 Jul

Spain 3 England 2 in Linköping on 12 July+

Russia 1 England 1 in Linköping on 15 July+

France 3 England 0 in Linköping on 18 July+

FA Women's Cup Final
Arsenal 3 Bristol Academy 0 at Doncaster on 26 May

FA Trophy Final
Wrexham 1 Grimsby Town 1 at Wembley on 24 March
(Wrexham won 4-1 on penalties)

FA Sunday Cup Final
Oyster Martyrs 4 Barnes Albion 3 at Burton on 21 April

FA County Youth Cup Final
Bedfordshire 4 Manchester 4 at Rochdale on 20 April
(Bedfordshire won 4-2 on penalties)

Financial review

Andrew Crean

Overview

The financial review is for the Football Association Limited and its subsidiaries (the "Group") for the period ended 31 July 2013.

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

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

As a result of this change these financial statements present the financial performance of the Group over the seven month period from 1 January 2013 to 31 July 2013 (the "Period") and its financial position as at 31 July 2013.

Audited financial statements for the seven month period ended 31 July 2013

The audited financial statements for the seven month period ended 31 July 2013 show that the Group's turnover was £209m. Cost of sales for the Period was £40m, generating gross profit of £169m.

The Group incurred operating expenses of £131m, net finance charges of £13m and a tax charge of £5m, thus delivering a profit after tax of £20m.

The profit after tax is reduced by the actuarial loss on the final salary pension scheme (the "Scheme") of £3m resulting in a total recognised gain in the Period and an increase in the Group's net assets of £17m.

Balance sheet and cash flow

Net assets are £157m as at 31 July 2013. Wembley Stadium and St. George's Park are the Group's key tangible assets. Tangible fixed assets, decreased by £10m to £674m (2012: £684m). The decrease represents the depreciation charge in the Period (£20m) partly offset by fixed asset additions, predominantly improvements to Wembley Stadium.

The main liabilities on the balance sheet are the bank loans associated with the Stadium funding and finance lease obligations on the lease and leaseback facility at the hotel at St. George's Park.

The bank loans outstanding in relation to the Stadium funding amount to £274m in total, net of unamortised arrangement fees, of which £10m is repayable within one year. The Group continues to make both the mandatory and target repayments. The outstanding obligation under the finance lease for St. George's Park is £50m.

There was a net cash inflow in the Period from operating activities of £44m (2012 full year: inflow £107m). During the Period the Group made net interest payments of £14m, paid corporation tax of £8m, incurred net capital expenditure and financial investment of £9m, invested £15m in treasury deposits and received finance lease funding net of bank loan paid of £1m. Overall there was a decrease in cash in the Period of £1m (2012 full year: increase of £10m).

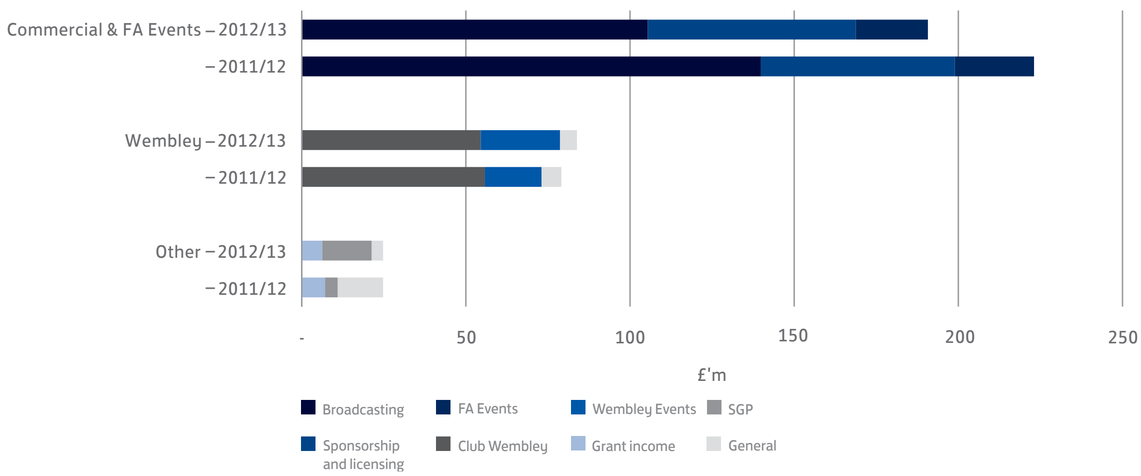
Financial review

Unaudited financial results for the season ended 31 July 2013

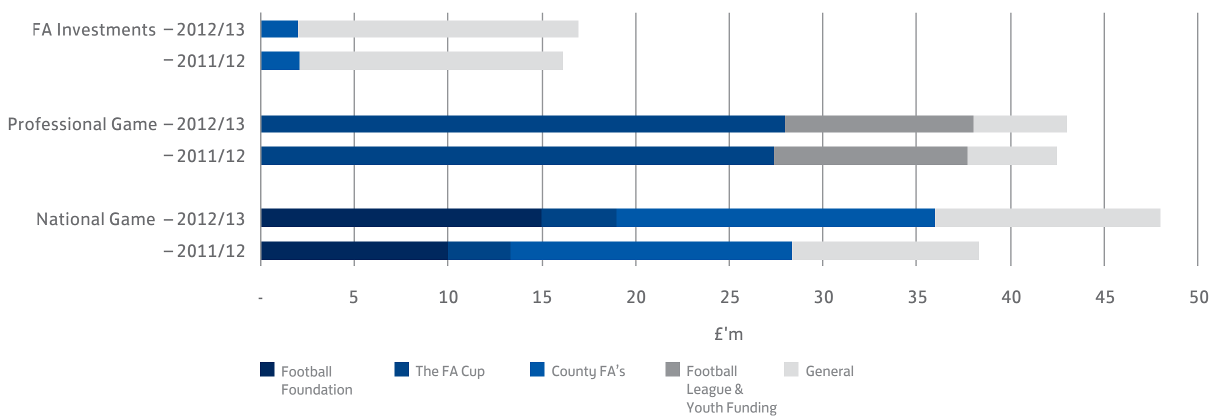
Whilst the audited financial statements presented are for the Period; in order to aid the understanding of the reader and provide a meaningful comparison, the remaining sections of this financial review discuss the unaudited results of the year ended 31 July 2013 ("2012/13" or "the season") compared to the unaudited results of the season ended 31 July 2012 ("2011/12").

Turnover and investment into the game by type for the season ended 31 July 2013 compared with the season ended 31 July 2012:

Group turnover



Investment into the game



Financial review

Summary

£m	2012/13	2011/12	Change
Turnover	299	327	(28)
Cost of sales	(61)	(58)	(3)
Gross profit	238	269	(31)
Investment into the game	(108)	(97)	(11)
Other operating expenses	(102)	(94)	(8)
Operating profit	28	78	(50)

The Group was successful during the 2012/13 season and saw increasing revenues generated from additional high profile events held at Wembley Stadium (the UEFA Champions League final, the Olympics and additional concerts) and from the first season of operations at St. George's Park. This was against the background of reduced domestic broadcasting revenues and a lack of tournament revenues in the season which ultimately led to a decrease in the Group's overall revenues compared to the 2011/12 season. The Group was however, able to increase its level of investment into the game and our belief is that the finances of the Group remain in a strong position to move forward.

During the season, the Group reviewed its commercial strategy and financial plans for the next four years and the management team and Board are confident that the Group is well-placed to deliver these. The FA has now sold all of its long-term broadcasting revenues through to July 2018 (domestic and international). The FA is committed to providing stability and long-term investment in key projects whilst ensuring that the Group has adequate reserves and a robust financial position.

The Group's turnover in 2012/13 was £299m (2011/12: £327m). The decrease of £28m is mainly due to reduced broadcasting revenues (£34m) as discussed below, the lack of a major tournament in 2012/13 (the UEFA EURO 2012 tournament in the 2011/12 season generated revenues of £10m), offset by increased revenues in 2012/13 from the opening of St. George's Park (£11m) and additional events being staged at Wembley (£7m).

The changes in the Group's revenues led to increased cost of sales of £61m (2011/12: £58m) which is predominantly due to costs of generating revenues at the now operational St. George's Park (£4m) and the cost of staging additional events (£7m), offset by the non-recurring costs of playing at UEFA EURO 2012 (£7m).

The increase in operating costs of £19m to £210m is largely due to increased investment into the game (£11m), annual costs to operate St. George's Park (£4m) and depreciation now being charged on the St. George's Park site (£6m). Throughout the season the emphasis has again been on the level of front-line investment and distributions into football and consequently the Group's investment into the game increased by £11m to £108m.

Financial review

Turnover

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

£m	2012/13	2011/12	Change
Broadcasting	106	140	(34)
Sponsorship and Licensing	63	59	4
FA Events	22	24	(2)
FA Grants	6	7	(1)
St. George's Park	15	4	11
Other Income	4	14	(10)
Wembley:			
Club Wembley	54	56	(2)
Wembley Events	24	17	7
Other income	5	6	(1)
Total	299	327	(28)

The Group's largest source of revenue remains the sale of broadcasting rights in respect of The FA Cup and England matches. The £34m reduction in the season reflects the impact of the new domestic broadcasting rights package granted to ITV for a two year period ending July 2014. This domestic broadcasting rights package was sold in the aftermath of a prior broadcaster, Setanta, going into administration which reduced competition in the market. This reduction is partly offset by the additional international broadcasting revenues generated by the rights granted to nine broadcasters over the six year period to July 2018.

The domestic broadcasting rights for the four seasons from August 2014 to July 2018 were acquired by ITV for England friendly matches and by BBC and BT Sport for The FA Cup coverage. All of the Group's broadcasting rights are sold to July 2018 and domestic broadcasting revenues will increase from the 2014/15 season.

Sponsorship and licensing revenue, mainly earned from contractual partners, increased by £4m over the season due to the new kit supply and sponsorship agreement with Nike. The FA Partner programme remains in place; with Vauxhall (England Lead Partner) and Budweiser (The FA Cup Lead Partner), supported by Carlsberg, Mars, McDonald's, Tesco and Nike. The programme benefits from long-term partnerships with strong domestic and international companies, which not only contribute financially, but provide real tangible grassroots support and interest, such as the Mars Just Play scheme, the Tesco Skills Programme and the Mash-Up concept supported by Vauxhall. Indeed the England Lead Partner arrangement with Vauxhall was extended in the season, now running to 2018.

The FA events income of £22m (2011/12: £24m) predominantly relates to gate receipts and programme sales from the home England matches and the latter stages of The FA Cup held at Wembley Stadium. The season on season reduction reflects one fewer home international and a smaller FA Community Shield, which due to the Olympics was held at Villa Park in 2012/13.

Grant income of £6m (2011/12: £7m) relates to income from Sport England and UEFA and finances a number of the National Game initiatives including; Girls Football Development, support for the Mars Just Play scheme, development of small-sided football, grassroots disability, grassroots coaching and the Respect campaign. The small reduction in grant income from season 2011/12 is largely due to FA Youth Trust Female Talent ID funding being fully utilised in 2011/12.

St. George's Park was officially opened in October 2012 and benefited from a first season of operations by generating revenues of £15m in 2012/13 (2011/12: £4m), principally from sponsorship, FA Learning courses and the hotel business.

Other income of £4m (2011/12: £14m) includes income from tournaments, disciplinary fines, and englandfans membership. The decrease is due to the prize monies from the UEFA EURO 2012 finals received in 2011/12.

Revenue generated by Wembley Stadium increased by £4m to £83m (2011/12: £79m) due to an increase in Wembley events (£7m), offset by reduced Club Wembley revenues (£2m) from lower box sales. The increase in Wembley events revenue is due to hosting additional non-recurring events in 2012/13, predominantly the UEFA Champions

League Final, six Olympic football matches (2011/12: three) and there being eight concerts in 2012/13 (2011/12: two). This Wembley events revenue is partially offset by staging two fewer FA matches at the Stadium in 2012/13 (The FA Community Shield and one less men's senior international) and reduced income from FA club competition matches held compared to 2011/12.

Expenditure

The Group's costs increased by £22m in the year, to £271m (2011/12: £249m), and this is summarised below:

	2012/13			2011/12			
£m	Cost of sales	Operating expenses	Total	Cost of sales	Operating expenses	Total	Change
Club England	11	5	16	18	7	25	(9)
Football Governance and Development	1	8	9	1	8	9	–
Commercial, Marketing and Communications	16	2	18	15	3	18	–
FA Events	2	–	2	4	–	4	(2)
Running The FA	–	19	19	–	16	16	3
Wembley	25	26	51	18	28	46	5
St. George's Park	6	8	14	2	4	6	8
Depreciation	–	34	34	–	28	28	6
Sub Total	61	102	163	58	94	152	11
Investment into the game	–	108	108	–	97	97	11
Total	61	210	271	58	191	249	22

Club England includes all the costs associated with running England's 24 teams including men's, women's, youth and disability sides. Total expenditure decreased by £9m to £16m, with savings from the non-recurring UEFA EURO 2012 finals in 2011/12 (£7m) and other operational areas.

Football Governance includes areas such as disciplinary, compliance, refereeing, agents, financial matters and doping control, while Football Development encompasses all ages, backgrounds and abilities in terms of participation and equality. Much of The FA's development expenditure is channelled through the National and Professional Game but certain centralised activity, including The FA Skills Coaches. Football Governance and Development central costs in the season are £9m (2011/12: £9m).

Commercial, Marketing and Communications includes the costs to support two of the Group's key revenue streams, being broadcast and sponsorship and also the costs to support our external communications with stakeholders. Commercial, Marketing and Communications costs in the season was unchanged at £18m (2011/12: £18m).

The decrease in FA Event costs to £2m (2011/12: £4m) relates to the costs of hosting one fewer home international and a smaller FA Community Shield.

Running The FA includes the costs of The FA Council, the executive office, Finance, HR, IT and Legal. Total expenditure increased to £19m (2011/12: £16m). This was driven by a combination of costs to publicise the FA's 150th anniversary and increased IT maintenance relating to Stadium vision assets. Wembley costs increased to £51m (2011/12: £46m), predominantly being additional costs for staging the UEFA Champions League final, the Olympic matches and Robbie Williams concerts.

The opening of St. George's Park in the season saw £14m of costs in the season (2011/12: £6m) and increased the Group's annual depreciation charge to £34m (2011/12: £28m).


RESPECT
UEFA
CHAMPIONS
LEAGUE
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09

Financial review

Investment into the game

The Group invested £108m into the game in 2012/13 (2011/12: £97m) with increased investment in grassroots football through the Football Foundation and County FAs. This represents 36% (2011/12: 30%) of the Group's turnover. The FA's investment into the game is divided across the Professional Game (the Premier League and the Football League), the National Game (the term used to describe the rest of the game) in addition to some central FA investments.

	2012/13				2011/12	
£m	National Game	Professional Game	FA Investments	Total	Total	Change
Football Foundation	15	–	–	15	10	5
FA Cup	4	28	–	32	31	1
County FAs	17	–	2	19	17	2
Football League	–	10	–	10	10	–
Professional Footballers' Association	–	2	–	2	2	–
Professional Game Match Officials	–	1	–	1	1	–
Community Shield share to charity	–	–	–	–	1	(1)
Other	12	2	15	29	25	4
Total	48	43	17	108	97	11

In 2012/13, a total of £43m (2011/12: £43m) was distributed to the Professional Game through The FA Cup (£28m, 2011/12: £28m) which comprises prize funds, TV broadcast fees and The FA Cup Pool distributions to clubs, direct grants to the Football League (£10m, 2011/12: £10m), funding for the Professional Footballers' Association (£2m, 2011/12: £2m), Professional Game Match Officials (£1m, 2011/12: £1m) and other investment into the game (£2m, 2011/12: £2m), which includes financial governance, stadia safety and security and international relations.

A total of £48m (2011/12: £38m) was distributed through the National Game into grassroots football, including the Football Foundation (£15m, 2011/12: £10m), The FA Cup (£4m, 2011/12: £3m), County FAs (£17m, 2011/12: £15m), and other investment in the game (£12m, 2011/12: £10m) in relation to the National Game Strategy.

An additional sum of £17m (2011/12: £16m) was invested into projects that span the whole game including The FA's Respect programme, FA Learning, medical and exercise science, safeguarding children, disability, women's football and talent identification.

Net result for the season ended 31 July 2013

The Group's operating profit decreased by £50m to £28m (2011/12: £78m), as a result of the movements in revenue and costs explained in the sections above.

Andrew Crean

Group Chief Financial Officer, The Football Association

Directors' report

The directors present their annual report and the consolidated financial statements for The Football Association Limited and its subsidiaries (the "Group") for the Period ended 31 July 2013.

Principal activities and subsidiaries

The principal activity of The Football Association Limited ("the Company" or "The FA") is to promote the game of Association Football ("the game"). The principal activity of Wembley National Stadium Limited ("WNSL") is to organise sporting and other entertainment events at Wembley Stadium ("the Stadium" or "Wembley"). The principal activity of the National Football Centre Limited ("the NFC") is to operate the sports facility and hotel facilities at St. George's Park ("SGP"). The principal activity of FA Learning Limited ("FAL") is to promote the game through the organisation and delivery of educational activities, principally in the fields of coaching, refereeing, medical and exercise science and safeguarding.

Principal risks and uncertainties

There are a number of potential risks and uncertainties which could have a significant impact on the Group's long-term performance. There is an established Risk Management process in place. The Group's senior management team review existing risks and identify new risks on a monthly basis. Suitable controls are implemented and action plans are established to mitigate risks. These risks and uncertainties and the related controls and plans are monitored by the Group Audit Committee (see below) on a regular basis.

Commercial revenue

One of the most significant uncertainties for The FA is the future value of its main source of commercial revenues, being broadcasting rights and sponsorship rights. These are typically re-negotiated and sold on a four year cycle. Broadcasting and sponsorship revenues accounted for 59% (£124m) of the Group's turnover in the Period. All sponsorship contracts are sold through to at least July 2014. Both domestic and international broadcast agreements are secured through to July 2018 with a significant increase against current income levels.

The coterminous nature of a significant number of commercial contracts is a clear risk and the Group is dependent on market conditions and the perception of the performance of the England team and the appeal of The FA Cup. The Group is in a strong position now that all broadcasting contracts are secured to July 2018. The Group also considers it has sufficient time to manage the remaining risks over the next season, to ensure that sponsorship revenues are maintained and secured beyond 2014.

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

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

Club Wembley revenue represented 15% of the Group's turnover in the Period. Club Wembley box and premium seats have been contracted for an average of eight and ten years respectively. Whilst the principal risk in the long-term is renewal of the membership contracts, the short-term risk exists that some members do not pay their annual season fee. Historically however, cash collection rates have been in excess of 93%.

Borrowing

The Group is carrying a significant level of borrowing in relation to the financing of the Stadium and it is the Group's policy to eliminate, as far as possible, all the interest rate risk. As part of the financing, WNSL fixed 100% of its interest rate liabilities.

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

The Group has continued to service the lease and leaseback facility relating to the hotel at St. George's Park by making scheduled repayments as contracted. The FA is committed to provide such financial support as is necessary to St. George's Park to mitigate any risk of non-payment.

Foreign currency

The Group's activities also expose it to foreign currency risk which is mitigated by the use of financial derivatives to reduce exposure to fluctuating currency movements. The use of financial derivatives is governed by the Group's Treasury Policy approved by the Board, which provides written principles on the use of financial derivatives to manage these risks. The Group does not use derivative financial instruments for speculative purposes. See Note 16 for detail.

Directors' report

Expenditure

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

Going concern

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

Charitable donations

As part of its overall investment into the game, the Group made charitable donations of £15.6m (2012: £14.9m) during the Period. The payments actually made to registered charities during the Period can be summarised into the following headings:

	Period ended 31 July 2013 £m	Year ended 31 Dec 2012 £m
The Football Foundation	13.0	12.4
Professional Footballers' Association	1.7	1.7
Donations generated from The FA Community Shield	0.5	0.3
Wembley National Stadium Trust	0.4	0.5
Total charitable donations	15.6	14.9

Corporate social responsibility

The FA Group undertakes a number of charitable, goodwill and community-based activities as part of its Corporate Social Responsibility programme. In 2012 the Teenage Cancer Trust was selected by FA Group staff to be our Official Charity Partner from January 2013 to July 2014. The charity received £150,000 from the revenues generated by the traditional curtain-raiser to the season, The FA Community Shield, and The FA Group committed to raising an additional £150,000 during the course of the partnership through a number of employee-initiated fundraising activities. Furthermore, the Teenage Cancer Trust has access to a number of FA Group benefits which allows it to raise additional funds through the auctioning of signed England shirts, mascot places at England Senior Men's fixtures and Wembley Stadium Tours, as well as editorial and advertising slots in The FA's match day programmes, tickets to England international matches and an annual fundraising event at Wembley Stadium. The FA Group and its employees have now raised £200,000 for the charity in addition to the initial £150,000 donation.

In its 150th anniversary year, The FA Group also supported the Bobby Moore Fund and the Sir Bobby Robson Foundation, with both charities receiving £25,000 from The FA Community Shield. The FA continues to be a huge supporter of the Armed Forces and helped celebrate 125 years of football in the British Army by organising an FA Legends team, managed by Roy Hodgson, to play the current British Army side coached by former England Under-21 manager Stuart Pearce at the Madejski Stadium in Reading in May 2013. The FA also donates a large number of tickets annually through the charity Tickets for Troops. In March 2013, The FA teamed up with the British Heart Foundation to help save lives in England's football clubs and their communities by making more than 900 defibrillators available to clubs at Steps 1 to 6 of the National League System and clubs in the Women's Super League to assist with cardiac arrest casualties. The FA Group made an initial donation of £400,000 towards the cost of the equipment which will be matched by the British Heart Foundation and contributions from clubs.

The FA's International Relations programme offers the organisation's expertise overseas in a range of areas, such as stadium safety and security, football administration, coaching, refereeing and sports science. It offers support, education and training programmes to fellow member associations of FIFA, often working with partners such as diplomatic missions, NGO's and government agencies. As part of Club England's social responsibility programme, the England men's senior team visited Bola Pre Frente, a Sport Relief-funded project in Rio de Janeiro, while the players were on international duty in Brazil in May. During the visit, England players were shown how the project uses football, as well as a number of other sports, to engage and educate children, teenagers and young adults from some of the city's most disadvantaged communities. The FA announced it would make a donation to help fund a new training facility.

Closer to home, The FA Group is committed to working closely with the local community in Wembley and with Brent Council to ensure that the stadium benefits the area. Local residents are consulted on a regular basis and are encouraged to get involved in activity in and around the stadium. Local schools are invited to attend and make use of Wembley's Learning Zone and tickets to fixtures at the stadium are distributed locally. Wembley invited 5,600 local residents to attend a Wembley Open House weekend to celebrate the stadium's 90th birthday in April and the feedback from local schools and community groups was exceptionally positive. A similar engagement process with residents close to St. George's Park has also been implemented and the state-of-the-art training facility has already created 250 jobs, circa 40 local teams can access the pitches on weekends, 100 apprenticeships will be created over the next 10 years and St. George's Park has worked with the Prince's Trust and the League Managers' Association to bring underprivileged children to play on site.

Environmental policy

The FA is committed to being a responsible business in its dealings with its stakeholders and partners, including customers, suppliers, staff, sub-contractors and the communities in which it works, as well as the wider environment. Active engagement with partners on environmental issues is fundamental to its business planning. The FA's corporate commitment to sustainability has been formalised in the vision for Wembley Stadium which includes 'Demonstrating leadership in environmental sustainability'. The FA, Wembley Stadium and St. George's Park all have environmental policies which demonstrate their commitment to improving environmental performance.

In April 2013 Alex Horne signed the FA Environmental Sustainability Policy Statement which states that 'The FA is committed to demonstrating leadership in environmental sustainability'. The policy is available to the public on The FA Website and internal stakeholder engagement with staff has begun to ensure effective implementation of the FA Environmental Management Systems in 2013.

In 2012 Wembley Stadium made great steps towards achieving the targets set in the 2012-15 Environmental Management Strategy. Targets had been set to achieve a 5% reduction in electricity, gas and water based on 2009-11 benchmark data and to achieve an 80% diversion from waste to energy rate for waste, these targets were all achieved and in some instances exceeded and so targets for 2013 were reviewed and increased.

For 2013 the annual targets set are detailed below:

- To reduce electricity consumption by 8% based on 2009-11 benchmark data;
- To reduce gas consumption by 8% based on 2009-11 benchmark data;
- To reduce water consumption by 20% based on 2009-11 benchmark data; and
- Increase the diversion rate for waste to 90% overall in 2013.

Water

Water consumption was set as an area of high focus in 2013 and in the third quarter of the year a significant number of water saving initiatives will be installed and are predicted to reduce water consumption by up to 40% per year.

Transport

Wembley Stadium continues to implement the Green Travel Plan running regular travel plan initiatives, working closely with Westtrans and Brent Council as well as sitting on a West London Travel Planning Best Practice Group. In 2013 a Transport Authority from the United Arab Emirates visited the Stadium to observe the Stadium's Green Travel Plan as a case study. To improve facilities for cyclists a secure bike shelter is being installed in addition to the current bike parking stands.

Waste

Working closely with Veolia Environmental Services, Wembley Stadium has set up a relationship with the charity Shelter, to enable unwanted reusable items to be donated to be sold in their local charity shops. Items such as unwanted furniture have been given to Shelter in the first half of 2013.

Internal Communications

During 2013 staff engagement campaigns have been run regarding waste reductions and a transport emissions campaign is planned for the second half of the year. The Stadium's annual Green Week will take place in September, with themed activities to engage with staff each day of the week, focused on areas of greatest environmental impact.

Directors' report

Awards
In recognition of their excellent environmental achievements, Wembley Stadium has been awarded the Three Star Industry Green Certificate award. Julie's Bicycle who run the awards stated that 'Wembley is now one of the leading sustainable venues in the country' and said they were 'delighted to reward Wembley for their consistent improvement in the sustainability of their venue with the highest Industry Green Award possible, three stars.' In December 2012 Wembley Stadium achieved the Gold Green Tourism Award and following on from that has been shortlisted in the annual Green Tourism Gold Star Awards.

Certification
Wembley Stadium is seeking to achieve ISO 14001 certification for its environmental management system. The Stadium also aims to play a leading role in sustainable event management and are able to support event owners operating an ISO 20121 event sustainability management system.

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

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

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

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

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

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

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

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

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

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

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

improvement and corporate turnaround assignments. Alex is also Chairman of the NSPCC Sports Board, a volunteer fundraising Board.

National Game representatives

Barry Bright

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

Roger Burden

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

Michael Game

Michael was appointed on to the Board in 2006 having previously been appointed on to The FA Council in 1999. Michael serves on the National Game Board, Finance-Sub Committee, Nominations Committee and Health and Safety Committee, the latter of which he chairs. As a member of The FA's Women's Super League Board, Michael plays an instrumental role in the development of women's football. He also chairs the Sanctions and Registrations Committee and is a member of the National Game Finance Committee and Football Development Committee. Michael is The FA representative for Essex County FA and has held various roles with amateur leagues within Chelmsford. Michael's professional career included a number of senior positions with the electricity supply industry and he was also a former member of Chelmsford Borough Council.

Mervyn Leggett

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

Professional Game representatives

Anthony Fry

Anthony was appointed onto the Board in 2013 as a representative of the Premier League and also serves on the Professional Game Board. Anthony was appointed as Chairman of the Premier League in 2013, and has a distinguished career, principally in the financial sector where for a long period he specialised in the media industry. Anthony has held numerous chairmanships and board positions across a range of businesses, public, charitable and academic bodies.

We are delighted with the conclusion of our domestic broadcast tender and the partnership of BBC, BT Sport and ITV will make a fitting home for The FA Cup and England matches for the next five years.


Fly Emirates
Fly Emirates
Fly Emirates
GRAN
7

Directors' report

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

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

John Nixon
John was appointed onto the Board in 2013 as a representative of the Football League and also serves on the Professional Game Board. John has been a full-time director of Carlisle United since 2003, before becoming the club's co-owner in 2008 and was appointed onto the Football League board in 2011.

Independent Non-Executive Directors

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

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

Independence

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

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

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

Directors' report

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

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

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

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

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

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

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

The GAC reviews reports from management, internal audit and external audit on the Group's system of internal control and risk management, specifically those that support the integrity of the financial statements. The GAC also reviews, and where necessary challenges, the judgements of management in relation to the preparation of the financial statements.

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

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

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

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

The Football Regulatory Authority is the regulatory, disciplinary and rule-making body of The FA. The Judicial Panel is a group of individuals from which Regulatory Commissions and Appeal Boards are drawn. The Regulatory Commissions have the authority to impose penalties or other sanctions for breach of the rules, with the Appeal Boards established to hear cases and appeals in prescribed circumstances.

Directors' report

Directors and their interests

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

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

Name	Role	Date appointed / resigned	Scheduled Board meetings
D A Bernstein	Chairman	resigned 12 July 2013	6 (6)
G Dyke	Chairman	appointed 13 July 2013	0 (0)
A Horne	General Secretary		6 (6)
B W Bright	Leader of FA Council, Vice-President		6 (6)
Sir D Richards	The FA Premier League	resigned 21 May 2013	4 (5)
A Fry	The FA Premier League	appointed 12 July 2013	1 (1)
R F Burden	FA Vice-Chairman, Vice-President, Gloucester County FA		6 (6)
R Devlin	Independent Non-Executive		6 (6)
M Game	Essex County FA		6 (6)
D Gill	FA Vice-Chairman, The FA Premier League, Manchester United FC		6 (6)
A Kleanthous	The Football League, Barnet FC	resigned 21 May 2013	2 (4)
J Nixon	The Football League, Carlisle United FC	appointed 12 July 2013	1 (1)
K Lamb	The Football League, Middlesbrough FC		6 (6)
M R Leggett	Vice-President		6 (6)
H Rabbatts CBE	Independent Non-Executive		3 (6)

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

Auditor

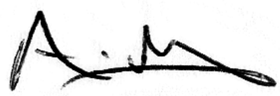
Each of the persons who is a director at the date of approval of this report confirms that:

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

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

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

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



Alistair Maclean
Company Secretary, The Football Association
21 November 2013

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and Group and of the profit or loss of the Company and Group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed; 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 Group 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.

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

We have audited the financial statements of The Football Association Limited for the seven month period ended 31 July 2013 which comprise the Group Profit and Loss Account, the Group and Parent Company Balance Sheets, the Group Cash Flow Statement, the Group Statement of Total Recognised Gains and Losses and the related Notes 1 to 25. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the Company's members, as a body, in accordance with chapter 3 of part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

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

Scope of the audit of the financial statements

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

In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and Company's affairs as at 31 July 2013 and of the Group's profit for the Period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Nigel Mercer
(Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom
21 November 2013

Consolidated profit and loss account

Period ended 31 July 2013

	Notes	**Period ended 31 July 2013 £'000**	Year ended 31 Dec 2012 £'000
Turnover	2	209,153	317,528
Cost of sales		(40,495)	(54,346)
Gross profit		168,658	263,182
Operating expenses		(130,635)	(194,369)
Operating profit	2,5	38,023	68,813
Finance charges (net)	6	(13,153)	(24,516)
Other income	7	537	–
Profit on ordinary activities before taxation		25,407	44,297
Taxation charge on ordinary activities	8	(4,934)	(9,222)
Profit on ordinary activities after taxation for the financial period	21, 22	20,473	35,075

All the above results are derived from continuing operations.

Consolidated statement of total recognised gains and losses

	Note	**Period ended 31 July 2013 £'000**	Year ended 31 Dec 2012 £'000
Profit for the financial period		20,473	35,075
Actuarial loss on defined benefit scheme net of related deferred tax	19	(3,325)	(1,264)
Total recognised gains relating to the Period		17,148	33,811

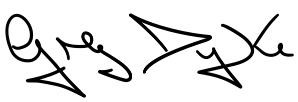
Consolidated balance sheet

As at 31 July 2013

	Notes	**31 July 2013 £'000**	31 Dec 2012 £'000
Fixed assets			
Intangible assets	9	**250**	250
Tangible assets	10	**673,567**	684,210
Fixed asset investments	11	**25,548**	25,548
		699,365	710,008
Current assets			
Stock		**701**	552
Debtors due within one year	12	**79,162**	65,728
Debtors due after more than one year	12	**319**	1,389
Cash at bank and in hand	13	**109,568**	96,028
		189,750	163,697
Creditors: amounts falling due within one year	14	**(218,453)**	(202,870)
Net current liabilities		**(28,703)**	(39,173)
Total assets less current liabilities		**670,662**	670,835
Creditors: amounts falling due after more than one year	15	**(491,598)**	(509,318)
Provisions for liabilities	17	**(18,779)**	(20,849)
Net assets excluding pension liability		**160,285**	140,668
Pension liability	19	**(3,657)**	(1,188)
Net assets including pension liability		**156,628**	139,480
Capital and reserves			
Called up share capital	20	**–**	–
Profit and loss account	21	**156,628**	139,480
Shareholders' funds	22	**156,628**	139,480

These financial statements of The Football Association, company number 00077797, were approved by the Board of Directors on 21 November 2013.

Signed on behalf of the Board of Directors



Greg Dyke, Chairman

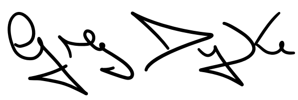
Company balance sheet

As at 31 July 2013

	Notes	**31 July 2013 £'000**	31 Dec 2012 £'000
Fixed assets			
Tangible assets	10	6,379	5,013
Fixed asset investments	11	195,549	195,549
		201,928	200,562
Current assets			
Debtors due within one year	12	54,411	50,143
Debtors due after more than one year	12	139,718	137,638
Cash at bank and in hand	13	44,392	49,575
		238,521	237,356
Creditors: amounts falling due within one year	14	(114,280)	(129,599)
Net current assets		124,241	107,757
Total assets less current liabilities		326,169	308,319
Creditors: amounts falling due after more than one year	15	(7,314)	(17,185)
Provisions for liabilities	17	(1,929)	(752)
Net assets excluding pension liability		316,926	290,382
Pension liability	19	(3,657)	(1,188)
Net assets including pension liability		313,269	289,194
Capital and reserves			
Called up share capital	20	–	–
Profit and loss account	21	313,269	289,194
Shareholders' funds	22	313,269	289,194

These financial statements of The Football Association, company number 00077797, were approved by the Board of Directors on 21 November 2013.

Signed on behalf of the Board of Directors



Greg Dyke, Chairman

Consolidated cash flow statement

Period ended 31 July 2013

	Notes	**Period ended 31 July 2013 £'000**	Year ended 31 Dec 2012 £'000
Net cash inflow from operating activities and other income	23(a)	**44,302**	106,993
Returns on investments and servicing of finance			
Interest paid		**(14,789)**	(25,678)
Interest received		**570**	1,610
Net cash outflow from returns on investments and servicing of finance		**(14,219)**	(24,068)
Taxation			
Corporation tax paid		**(7,568)**	(16,473)
Capital expenditure and financial investment			
Payments to acquire tangible fixed assets		**(10,662)**	(47,489)
Receipt from rebates for tangible fixed assets		**1,175**	–
Repayment of amounts loaned to bank	11	**–**	1,112
Net cash outflow from capital expenditure and financial investment		**(9,487)**	(46,377)
Net cash inflow before management of liquid resources and financing		**13,028**	20,075
Financing			
Bank loan paid		**–**	(12,061)
Finance lease returns		**287**	1,135
Finance lease funding		**225**	(16,194)
Net cash inflow from financing		**512**	5,268
Net cash inflow before management of liquid resources (per balance sheet)		**13,540**	25,343
Management of liquid resources			
Cash on deposits		**(15,000)**	(15,000)
(Decrease) / increase in cash	23(c)	**(1,460)**	10,343

Notes to the financial statements

Period ended 31 July 2013

1. Accounting policies

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

a) Basis of accounting

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

b) Going concern

The Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the Directors' report which also outlines the financial position of the Group, its cash flows, liquidity position and borrowing facilities. In particular, the Directors' report includes a summary of the principal risks and uncertainties affecting the Group.

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

c) Basis of consolidation

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

No profit and loss account is presented for the Company, as permitted by Section 408 of the Companies Act 2006. Profit after tax for the Period for the Company was £27.4m (2012: £49.2m).

d) Turnover

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

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

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

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

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

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

e) Barter transactions

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

f) Taxation

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

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profit and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

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

Deferred tax is measured at the average rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

Notes to the financial statements

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

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

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs is the contributions payable in the Period. Differences between contributions payable in the Period and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

h) Leases
Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis.

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

The capital elements of future lease obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the leases to produce a constant rate of charge on the balance of capital repayments outstanding. Finance costs arising in respect of the element of the construction at St. George's Park held under finance lease, are accounted for in accordance with SSAP 21, and are being charged to the profit and loss account as incurred. No other finance costs have been incurred in respect of St. George's Park.

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

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

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

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

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

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

Notes to the financial statements

Stadium – The assets that comprise the Stadium have been categorised into operating classes and depreciated according to the useful economic life of that class. Useful economic lives range from 5 to 50 years.

Land and buildings – No depreciation is charged in respect of land. As with Stadium assets, building assets are categorised into operating classes and depreciated accordingly over the useful economic lives which range from 5 to 50 years. Long leasehold property is depreciated over the remaining life of the lease if less than 50 years, otherwise not depreciated.

Leasehold improvements – 15 years

Fixtures, fittings, plant and equipment – 3 years for computer equipment, 3 to 5 years for plant and machinery and 8 to 10 years for fixtures and fittings.

Assets in the course of construction – Not depreciated until brought into use.

m) Stock

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

n) Borrowing costs

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

o) Foreign currency

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

p) Derivative financial instruments

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

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

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

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

q) Distributions to the game

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

Notes to the financial statements

2. Segmental information

Turnover, operating profit and net assets/(liabilities) by class of business are set out below. The group sells rights to overseas broadcasters, so group turnover by destination includes £35m (2012: £41m) to the rest of the world, outside the United Kingdom.

	Promotion of Football Association		Stadium and non FA event management		Operation of St. George's Park		Inter segment transactions		Group	
	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000	**Period ended 31 July 2013 £'000**	Year ended 31 Dec 2012 £'000	**Period ended 31 July 2013 £'000**	Year ended 31 Dec 2012 £'000	**Period ended 31 July 2013 £'000**	Year ended 31 Dec 2012 £'000	**Period ended 31 July 2013 £'000**	Year ended 31 Dec 2012 £'000
Turnover	**146,301**	226,940	**58,108**	89,821	**11,653**	9,199	**(6,909)**	(8,432)	**209,153**	317,528
Operating profit/(loss)	**34,563**	63,411	**4,718**	13,165	**(1,138)**	(3,129)	**(120)**	(4,634)	**38,023**	68,813
Interest payable and similar charges	**(177)**	(1,359)	**(12,128)**	(21,220)	**(1,906)**	(3,494)	**–**	–	**(14,211)**	(26,073)
Interest receivable and other income	**1,464**	1,280	**122**	221	**9**	56	**–**	–	**1,595**	1,557
Profit/(loss) before tax	**35,850**	63,332	**(7,288)**	(7,834)	**(3,035)**	(6,567)	**(120)**	(4,634)	**25,407**	44,297
Net assets/(liabilities)	**313,269**	289,194	**53,979**	56,696	**(13,969)**	(11,659)	**(196,651)**	(194,751)	**156,628**	139,480

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

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

Barter transactions

The amount of barter transactions for goods and other services recognised in turnover is £2.2m (2012: £1.2m).

Notes to the financial statements

3. Directors' remuneration

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

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Emoluments	386	755
Benefits in kind	1	4
Pension payments	17	20
Total	404	779

There are no directors to whom retirement benefits are accruing in respect of qualifying services in respect of defined benefit schemes (2012: none).

There is one director (2012: one) to whom retirement benefits are accruing in respect of qualifying services in respect of the money purchase pension scheme.

Details of highest paid director

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Total emoluments and benefits in kind	259	532
Company contributions to money purchase schemes	18	20
Total	277	552

Notes to the financial statements

4. Employee information

	Period ended 31 July 2013 No.	Year ended 31 Dec 2012 No.
Average monthly number of persons employed by the Group during the period:		
Promotion of Association Football	623	570
Stadium and event management	109	104
Hotel management	181	79
Total	913	753

Their aggregate remuneration comprised:	£'000	£'000
Wages and salaries	25,140	37,832
Social security costs	2,592	4,007
Other pension costs	1,054	1,601
Severance costs	8	(75)
Total	28,794	43,365

5. Operating profit

Operating profit is after charging / (crediting):

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Depreciation – owned tangible fixed assets	20,105	29,926
Amortisation of deferred capital grants	(780)	(1,051)
Auditors' remuneration:		
– Fees payable to the Group's auditor for the audit of the Group's annual accounts (including £57,000 (2012: £72,400) relating to the Company)	120	145
– Fees payable to the Group's auditor for tax services to the Group (including £65,210 (2012: £141,725) relating to the Company)	134	224
– Fees payable to the Group's auditor for other services to the Group (including £13,000 (2012: £nil) relating to the Company)	13	55
Hire of plant and machinery under operating leases	61	45
Other operating lease rentals	351	600

6. Finance charges (net)

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Bank interest payable	(12,139)	(21,389)
Finance lease interest payable	(1,906)	(3,234)
Other interest payable	(166)	(1,450)
Total interest payable	(14,211)	(26,073)
Bank interest receivable	1,058	1,557
Net interest payable	(13,153)	(24,516)

7. Other income

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Additional receipt in relation to a broadcaster that went into administration in 2009	537	–

8. Taxation

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Current tax		
UK corporation tax at 23.42% (2012: 24.50%)	(5,196)	(10,690)
Adjustment in respect of prior years	71	632
	(5,125)	(10,058)
Deferred tax		
Origination and reversal of timing differences	(2,323)	(995)
Adjustment in respect of prior years	(116)	66
Difference due to change in tax rate	2,630	1,765
	191	836
Total tax charge	(4,934)	(9,222)

In the 2013 Finance Bill, the Government announced that the main rate of corporation tax will reduce to 21% from 1 April 2014 and 20% from 1 April 2015. This was enacted in July 2013, prior to the balance sheet date and therefore has been reflected in the financial statements.

Notes to the financial statements

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

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Profit on ordinary activities before tax	25,407	44,297
Tax at 23.42% thereon (2012: 24.50%)	(5,950)	(10,853)
Effects of:		
Expenses not deductible for tax purposes	(139)	(195)
Depreciation in excess of capital allowances	(1,195)	(1,393)
Non-taxable release of grant income	496	371
Movement in short-term timing differences	16	339
Charitable donations paid in the year	2,237	–
Capitalised finance costs	–	(234)
Deferred tax on pension scheme contributions	308	389
Adjustment in respect of prior years	71	631
Brought forward losses now utilised	730	3,066
Non-qualifying depreciation	(1,699)	(2,179)
Current tax charge for period	(5,125)	(10,058)

9. Intangible fixed assets

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

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

10. Tangible fixed assets

Group	Land and buildings £'000	Stadium £'000	Leasehold improve-ments £'000	Fixtures, fittings, plant and equipment £'000	Total £'000
Cost					
At 1 January 2013	127,565	661,964	4,859	57,887	852,275
Additions	376	2,964	8	7,315	10,663
Disposals and rebates	–	(4,453)	–	(1,226)	(5,679)
At 31 July 2013	**127,941**	**660,475**	**4,867**	**63,976**	**857,259**
Accumulated depreciation					
At 1 January 2013	559	142,445	123	24,938	168,065
Charge for the Period	862	14,092	189	4,962	20,105
Disposals	–	(3,258)	–	(1,220)	(4,478)
At 31 July 2013	**1,421**	**153,279**	**312**	**28,680**	**183,692**
Net book value					
At 31 July 2013	**126,520**	**507,196**	**4,555**	**35,296**	**673,567**
At 31 December 2012	127,006	519,519	4,736	32,949	684,210

Group
Land and buildings includes freehold land, which is held at cost of £67.4m (2012: £67.4m). It also includes long leasehold property of £3.9m (2012: £3.9m).

Included within the above assets is £44.0m (2012: £45.9m) of assets held under finance leases. These assets are held at cost of £47.6m (2012: £47.3m) less accumulated depreciation of £3.6m (2012: £1.4m). This predominantly relates to the lease and leaseback arrangement to fund the construction of the hotel at St. George's Park, which has been classified as a finance lease. The minimum lease term is 30 years.

The total amount of finance costs included within the cost of the stadium asset at the Period end is £73.6m (2012: £73.6m).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10. Tangible fixed assets

Company	Stadium £'000	Fixtures, fittings, plant and equipment £'000	Total £'000
Cost			
At 1 January 2013	2,445	11,036	13,481
Additions	–	1,857	1,857
Disposals	–	(1,219)	(1,219)
At 31 July 2013	2,445	11,674	14,119
Accumulated depreciation			
At 1 January 2013	172	8,296	8,468
Charge for the Period	37	454	491
Disposals	–	(1,219)	(1,219)
At 31 July 2013	209	7,531	7,740
Net book value			
At 31 July 2013	**2,236**	**4,143**	**6,379**
At 31 December 2012	2,273	2,740	5,013

11. Fixed asset investments

	Group		Company	
	31 July 2013 £'000	31 Dec 2012 £'000	**31 July 2013 £'000**	31 Dec 2012 £'000
Subsidiary undertakings	**–**	–	**170,001**	170,001
Amounts loaned to bank	**25,548**	25,548	**25,548**	25,548
Total	**25,548**	25,548	**195,549**	195,549

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

At 31 July 2013, the loan to bank of £25.5m remains due to the Company. Repayments are made each year in September and therefore no repayment was received in the period. The FA currently receives interest on this investment at a rate of 2.4%.

At 31 July 2013 the Group bank loan of £277.0m (2012: £277.0m) remains payable (Notes 14 and 15). Both loans are payable to and by the Group over a 15 year term to 30 September 2023.

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

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

All subsidiary companies are incorporated in the United Kingdom.

12. Debtors

	Group		Company	
	31 July 2013 £'000	31 Dec 2012 £'000	**31 July 2013 £'000**	31 Dec 2012 £'000
Amounts falling due within one year				
Trade debtors	**56,783**	44,241	**37,044**	36,323
VAT receivable	**–**	12	**–**	–
Loans to clubs	**62**	84	**62**	84
Other debtors	**3,832**	6,029	**1,668**	847
Prepayments and accrued income	**18,466**	15,362	**15,637**	12,889
Obligations under finance lease	**19**	–	**–**	–
	79,162	65,728	**54,411**	50,143
Amounts falling due after more than one year				
Loans to clubs	**319**	349	**319**	349
Loans to subsidiary undertakings	**–**	–	**139,399**	136,387
Other debtors	**–**	138	**–**	–
Deferred tax asset (see Note 18)	**–**	902	**–**	902
	319	1,389	**139,718**	137,638
Total debtors	**79,481**	67,117	**194,129**	187,781

A loan to WNSL of £129.6m (2012: £127.5m) is included in loans to subsidiary undertakings above and is repayable only after certain obligations under the financing arrangements have been discharged.

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

13. Cash at bank and in hand

Cash at bank and in hand includes short-term treasury deposits totalling £40.0m (2012: £25.0m). These have been classified as liquid resources in the cash flow statement in accordance with FRS1.

14. Creditors: amounts falling due within one year

	Group		Company	
	31 July 2013 £'000	31 Dec 2012 £'000	**31 July 2013 £'000**	31 Dec 2012 £'000
Bank loan	**10,137**	4,607	**–**	–
Obligations under finance lease	**45**	3,121	**–**	–
Trade creditors	**3,729**	1,313	**1,299**	712
Amounts due to subsidiary undertakings	**–**	–	**13,247**	1,401
Other creditors				
– UK corporation tax payable	**3,288**	5,760	**3,319**	5,534
– VAT payable	**8,110**	–	**–**	–
– Social security and other taxes	**2,485**	6,111	**1,965**	5,697
– Other	**18,984**	7,334	**5,396**	2,008
Accruals	**26,410**	23,356	**8,112**	8,850
Deferred grants	**10,269**	10,830	**8,726**	9,048
Deferred income	**134,996**	140,438	**72,216**	96,349
Total	**218,453**	202,870	**114,280**	129,599

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

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

	Group		Company	
	31 July 2013 £'000	31 Dec 2012 £'000	**31 July 2013 £'000**	31 Dec 2012 £'000
Bank loan	**264,053**	269,423	**–**	–
Obligations under finance leases	**50,046**	46,439	**–**	–
Deferred grants	**122,257**	123,044	**–**	–
Deferred income	**55,242**	70,412	**7,314**	17,185
Total	**491,598**	509,318	**7,314**	17,185

In September 2008 the Company loaned £31.5m to the principal bank in the Group's banking syndicate (Note 11). The loan was granted at the same time as the Group's syndicated bank loan of £341.5m was taken out by Wembley National Stadium Limited.

At 31 July 2013, the loan to bank of £25.5m remains due to the Company (Note 11). Repayments are made each year in September and therefore no repayment was received in the Period. The FA currently receives interest on this investment at a rate of 2.4%.

In the analysis above, the Group bank loan of £277.0m (2012: £277.0m) remains payable and is stated net of unamortised arrangement fees of £2.8m (2012: £2.9m). Both loans are payable to and by the Group over a 15 year term to 30 September 2023. The Group bank loan is secured as a first charge over the assets of WNSL. Each annual repayment will include a mandatory amount, together with a targeted amount based on performance.

The amounts of mandatory repayments on the Group bank loan are as follows:

Bank Loan	**31 July 2013 £'000**	31 Dec 2012 £'000
Less than one year	**10,137**	4,607
Between one and two years	**6,120**	6,120
Between two and five years	**76,655**	76,655
More than five years	**184,054**	189,584
Total	**276,966**	276,966

At 31 July 2013 the Group had annual commitments under non-cancellable finance leases as set out below:

Finance leases	**31 July 2013 £'000**	31 Dec 2012 £'000
Less than one year	3,197	3,121
Between one and two years	3,260	3,184
Between two and five years	10,172	9,938
More than five years	97,679	99,401
	114,308	115,644
Less: Finance charges allocated to future periods	(64,236)	(66,084)
Total	50,072	49,560

Deferred grants greater than one year comprise the following amounts:

	31 July 2013 £'000	31 Dec 2013 £'000
Sport England	79,278	79,441
Department of Culture, Media and Sport ("DCMS")	19,826	20,087
London Development Agency ("LDA")	17,916	18,158
Other	5,237	5,358
Total	122,257	123,044

The grants are amortised over the life of the assets they relate to in line with depreciation charged on those assets. The amount amortised to the profit and loss account during the Period was £0.8m (2012: £1.1m).

A Sport England grant of £78.5m was made under the terms of agreements dated 11 November 1997 and 15 May 1998. £11.2m of this grant funding related to Stadium assets and will be amortised over the life of the building. This leaves a balance of £67.3m which represents grants in respect of land of £64.5m, long leasehold property of £2.5m and £0.3m for business intellectual property rights.

The DCMS grant includes an amount of £17.2m which relates to the S106 payments to improve infrastructure of the surrounding area to Wembley Stadium. The LDA grant relates to infrastructure work, which includes certain elements of costs relating to concrete, steel framework and concourses around the Stadium.


150 YEARS
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16. Financial instruments

The Group has a policy to hedge significant foreign exchange risk. The FA has entered into a number of forward and option foreign exchange contracts and as at 31 July 2013 these foreign exchange contracts have a fair value loss of £11.2m (2012: loss of £0.1m). These contracts have been entered into to minimise The FA's exposure to foreign currency risk. The fair value has been calculated in accordance with the guidance set out in FRS 25, Financial Instruments: Disclosure and Presentation and is disclosed as required by the Companies Act 2006.

The Group also has a policy to hedge significant interest rate risk. WNSL has entered into an interest rate swap for £341.5m, the full amount of its Senior Facility. The swap has been profiled on the mandatory repayment schedule and has been fixed at a swap rate of 7.072% p.a. (2012: 7.072%). The rate is fixed for the term of the loan except for any changes to the bank margin (which is included in the rate). As at 31 July 2013 the interest rate swap contract has a fair value loss of £70.5m (2012: loss of £85.8m). The fair value has been calculated in accordance with the guidance set out in FRS 25, Financial Instruments: Disclosure and Presentation and is disclosed as required by the Companies Act 2006. The fair value takes into account the current and unprecedented low interest rates.

17. Provisions for liabilities

Group	Deferred tax (see Note 18) £'000	Provisions for Commercial Agreements £'000	Total £'000
At 1 January 2013	19,139	1,710	20,849
Utilised in the the Period	(1,550)	(520)	(2,070)
At 31 July 2013	**17,589**	**1,190**	**18,779**

Company	Deferred tax (see Note 18) £'000	Provisions for Commercial Agreements £'000	Total £'000
At 1 January 2013	–	752	752
Utilised in the Period	–	(16)	(16)
Charged in the Period	1,193	–	1,193
At 31 July 2013	**1,193**	**736**	**1,929**

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

18. Deferred tax

Analysis of deferred tax asset	Deferred tax asset	
	Group £'000	**Company £'000**
At 1 January 2013	902	902
Utilised in the Period	(902)	(902)
At July 2013	–	–

Net deferred tax position	Group		Company	
	31 July 2013 £'000	31 Dec 2012 £'000	**31 July 2013 £'000**	31 Dec 2012 £'000
This comprises fully provided deferred taxation attributable to:				
Capital allowances	(10,932)	(13,747)	751	917
Short-term timing differences	(1,940)	(9)	(1,944)	(15)
Capitalised finance costs	(8,049)	(9,265)	–	–
Tax losses	3,332	4,784	–	–
Deferred tax (liability)/asset	(17,589)	(18,237)	(1,193)	902

The net deferred tax position is disclosed as follows:	Group		Company	
	31 July 2013 £'000	31 Dec 2012 £'000	**31 July 2013 £'000**	31 Dec 2012 £'000
Deferred tax asset	–	902	–	902
Deferred tax liability	(17,589)	(19,139)	(1,193)	–
Deferred tax (liability)/asset	(17,589)	(18,237)	(1,193)	902

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

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

19. Pension arrangements

The Group operates a defined benefit pension scheme in the UK (the "Scheme"). A full actuarial valuation was carried out at 1 January 2012 and an FRS 17 valuation was carried out at 31 July 2013 by a qualified independent Actuary. The present value of the defined benefit obligation was measured using the projected unit credit method. The principle assumptions used for the FRS 17 valuation were:

Assumptions at 31 July	**Period ended 31 July 2013 % p a**	Year ended 31 Dec 2012 % p a
Discount rate	4.40	4.50
Expected long-term rate of return on Scheme assets	4.50	4.20
RPI assumption	3.40	3.00
CPI assumption	2.40	2.20
Rate of increase of pensions in payment	3.40	3.00

The underlying mortality assumption in 2013 is based upon the standard table known as S1LPA on a year of birth usage, with CMI_2011 improvement factors and a long-term future improvement rate of 1.25% p.a. (2012: 1.25%)

Employee Benefit Obligations

The amounts recognised in the balance sheet are as follows:

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Present value of Scheme liabilities	(66,111)	(58,069)
Market value of Scheme assets	61,540	56,526
Deficit in the Scheme	(4,571)	(1,543)
Related deferred tax asset	914	355
Net pension liability	(3,657)	(1,188)

The amounts to be recognised in the profit and loss for the period are as follows:

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Interest on Scheme liabilities	1,514	2,469
Expected return on Scheme assets	(1,393)	(2,083)
Charge to the profit and loss	121	386
Actual return on Scheme assets	4,359	4,105

Changes in the present value of the Scheme liabilities for the seven month period ended 31 July 2013 (with comparative figures for the year ended 31 December 2012) are as follows:

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Present value of Scheme liabilities at beginning of period	58,069	53,165
Interest cost	1,514	2,469
Actuarial losses	7,309	3,696
Benefits paid	(781)	(1,261)
Present value of Scheme liabilities at end of period	66,111	58,069

Changes in the fair value of the Scheme assets for the seven month period ended 31 July 2013 (with comparative figures for the year ended 31 December 2012) are as follows:

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Market value of Scheme assets at beginning of period	56,526	51,708
Expected return	1,393	2,083
Actuarial gains	2,966	2,022
Benefits paid	(781)	(1,261)
Contributions paid by the Company	1,436	1,974
Market value of Scheme assets at end of period	61,540	56,526

The Company contribution due to be paid to the Scheme for the year ended 31 July 2014 is £2,461,000, payable on a monthly basis and subject to an inflationary increase on 1 January 2014 based on the annual rate of RPI increase in September 2013.

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

The major categories of Scheme assets as a percentage of total Scheme assets for the seven month period ended 31 July 2013 (with comparative figures for the year ended 31 December 2012) are as follows:

	Period ended 31 July 2013 %	Year ended 31 Dec 2012 %
Equities and Property	54	53
Bonds	41	43
Cash	5	4
Total	100	100

The expected long-term rate of return on the Scheme assets has been calculated based upon the major asset categories shown in the above table and an expected rate of return on equities and property of 6.4% (2012: 6.0%), an expected rate of return on bonds of 3.5% (2012: 3.2%) and an expected rate of return on cash of 0.5% (2012: 0.5%).

Analysis of amount recognisable in statement of total recognised gains and losses ("STRGL") for the seven month period ended 31 July 2013 (with comparative figures for the year ended 31 December 2012) are as follows:

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Actual return less expected return on Scheme assets	2,966	2,022
Experience (losses)/gains arising on Scheme liabilities	(414)	520
Changes in assumptions underlying the present value of Scheme liabilities	(6,895)	(4,216)
Actuarial loss	(4,343)	(1,674)
Related deferred tax	1,018	410
Net actuarial loss recognised in STRGL	(3,325)	(1,264)

Cumulative amount of actuarial gains and losses recognised in STRGL for the seven month period ended 31 July 2013 (with comparative figures for the year ended 31 December 2012):

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Cumulative loss at beginning of period	(7,499)	(5,825)
Recognised during the period	(4,343)	(1,674)
Cumulative actuarial loss at end of period	(11,842)	(7,499)

Notes to the financial statements

Movement in deficit during the seven month period ended 31 July 2013 (with comparative figures for the year ended 31 December 2012):

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Deficit in Scheme at beginning of period	**(1,543)**	(1,457)
Net expenses recognised in profit and loss account	**(121)**	(386)
Contributions paid by the Company	**1,436**	1,974
Actuarial loss	**(4,343)**	(1,674)
Deficit in Scheme at end of period	**(4,571)**	(1,543)

History of experience gains and losses:
Amounts for the current and previous four accounting periods are as follows:

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000	Year ended 31 Dec 2011 £'000	Year ended 31 Dec 2010 £'000	Year ended 31 Dec 2009 £'000
Present value of scheme liabilities	**(66,111)**	(58,069)	(53,165)	(52,390)	(53,118)
Market value of scheme assets	**61,540**	56,526	51,708	50,299	44,065
Deficit in the Scheme	**(4,571)**	(1,543)	(1,457)	(2,091)	(9,053)
Actual return less expected return on Scheme assets	**2,966**	2,022	(1,237)	3,064	4,416
Experience (losses) and gains arising on Scheme liabilities	**(414)**	520	975	(29)	883
Change in assumptions underlying the present value of Scheme liabilities	**(6,895)**	(4,216)	(135)	896	(13,236)

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

During the Period the Group made contributions of £1.1m (2012: £1.6m) into the money purchase scheme. Included within the contributions to the money purchase scheme is a period-end accrual of £0.2m (2012: £0.2m).


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20. Called up share capital

The Company has an authorised share capital of £101 (2012: £101) represented by 2,000 (2012: 2,000) ordinary equity shares of 5p each and one Special Rights Preference share of £1 (2012: £1), which is included in liabilities.

At 31 July 2013, 1,614 ordinary shares (2012: 1,614) had been issued and allotted but nil paid.

The shares do not entitle the owner to any dividend or bonus in the Company. The Special Share is held jointly by The FA Premier League Limited and The Football League Limited.

21. Profit and loss account

Group	2013 £'000	2012 £'000
At 1 January	139,480	105,669
Profit for the period	20,473	35,075
Other recognised losses relating to the period	(3,325)	(1,264)
At 31 July/31 December	156,628	139,480

Company	2013 £'000	2012 £'000
At 1 January	289,194	241,220
Profit for the period	27,400	49,238
Other recognised losses relating to the period	(3,325)	(1,264)
At 31 July/31 December	313,269	289,194

22. Reconciliation of movements in shareholders' funds

Group	**Period ended 31 July 2013 £'000**	Year ended 31 Dec 2012 £'000
Profit for the financial period	20,473	35,075
Other recognised losses relating to the period	(3,325)	(1,264)
Net additions to shareholders' fund	17,148	33,811
Opening shareholders' funds	139,480	105,669
Closing shareholders' funds	156,628	139,480

Company	**Period ended 31 July 2013 £'000**	Year ended 31 Dec 2012 £'000
Profit for the financial period	27,400	49,238
Other recognised losses relating to the period	(3,325)	(1,264)
Net addition to shareholders' fund	24,075	47,974
Opening shareholders' funds	289,194	241,220
Closing shareholders' funds	313,269	289,194

23. Notes to the consolidated cash flow statement

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

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
Operating profit	**38,023**	68,813
Depreciation	**20,105**	29,926
Amortisation of deferred capital grants	**(780)**	(1,051)
Amortisation of deferred income grants	**(510)**	(875)
Increase in stock	**(149)**	(129)
Increase in debtors	**(12,688)**	(38,253)
Increase in creditors	**1,678**	53,812
Decrease in provisions	**(504)**	(3,276)
Loss on disposal	**26**	–
Other income	**537**	–
Contributions paid by the Company into the defined benefit pension scheme	**(1,436)**	(1,974)
Net cash inflow from operating activities and other income	**44,302**	106,993

(b) Analysis of net debt

	At 1 January 2013 £'000	**Cash flow £'000**	**Non cash movement £'000**	**At 31 July 2013 £'000**
Cash at bank and in hand	71,028	(1,460)	–	**69,568**
Liquid resources	25,000	15,000	–	**40,000**
Cash at bank and in hand (per balance sheet)	96,028	13,540	–	**109,568**
Bank loans due within one year	(4,607)	–	(5,530)	**(10,137)**
Bank loan due after one year	(269,423)	–	5,370	**(264,053)**
Finance lease due within one year	(3,121)	(332)	3,427	**(26)**
Finance lease due after one year	(46,439)	(180)	(3,427)	**(50,046)**
Net debt	(227,562)	13,028	(160)	**(214,694)**

The net non cash movement comprises an amortisation of bank signing fees of £0.2m (2012: £0.3m) in relation to Stadium financing.

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

	Period ended 31 July 2013 £'000	Year ended 31 Dec 2012 £'000
(Decrease)/increase in cash in the period	(1,460)	10,343
Management of liquid resources	15,000	15,000
Cash and non-cash (inflow)/outflow from change in debt financing	(672)	10,640
	12,868	35,983
Net debt brought forward	(227,562)	(263,545)
Net debt carried forward	(214,694)	(227,562)

24. Guarantees and other financial commitments

(a) Lease commitments

The Group has entered into non-cancellable operating leases in respect of plant and machinery. In addition the Group leases certain land and buildings on operating leases. The rents payable under these leases are subject to renegotiations at various intervals specified in the leases.

The minimum annual rentals under the foregoing leases are as follows:

	Group			
	31 July 2013		31 Dec 2012	
	Land and buildings £'000	**Other £'000**	Land and buildings £'000	Other £'000
Operating leases which expire:				
– within one year	382	–	61	21
– between two and five years	61	198	–	182
– after five years	–	–	–	–
Total	443	198	61	203

	Company			
	31 July 2013		31 Dec 2012	
	Land and buildings £'000	**Other £'000**	Land and buildings £'000	Other £'000
Operating leases which expire:				
– within one year	–	–	61	–
– between two and five years	61	118	–	118
– after five years	–	–	–	–
Total	61	118	61	118

(b) Company commitments and contingent commitments to WNSL

WNSL has an annual support agreement with The FA extending to 31 March 2027. Support payments under this agreement are received annually and it is expected that a further c£14m per annum will be received under this agreement until certain conditions are met.

25. Related party transactions

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

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

The FA has a one third interest in Professional Game Match Officials Limited ("PGMOL"), a company limited by guarantee.
The results of this associated Company have not been included in this report as they are immaterial. The FA has a cost of £642,000 (2012: £1,259,000) charged to its operating expenses in the Period, being a contribution towards the operating costs of PGMOL that are necessary for providing match officials to the Professional Game.

1 The length of the
not exceed 200

2 The width of the
should not exceed

3 The goals should
two upright posts
or bar across

4 The