ANNUAL REPORT
for the year ended 30 June 2014

ABERDEEN FOOTBALL CLUB plc
Company Number SC005364

for the year ended 30 June 2014

Directors and Advisers

CHAIRMAN
Stewart Milne (non-executive)

VICE-CHAIRMAN
George K Yule

CHIEF EXECUTIVE
Duncan G Fraser

DIRECTORS
Gordon A Buchan (non-executive)
Colin I Welsh (non-executive)
Ian Jack (non-executive)
J Craig Brown (non-executive)

COMPANY SECRETARY
Roy M Johnston

REGISTERED OFFICE
Pittodrie Stadium
Pittodrie Street
Aberdeen
AB24 5QH

Contents

BANKERS
Bank of Scotland
Queens Cross Branch
39 Albyn Place
Aberdeen
AB10 1YN

INDEPENDENT AUDITOR
Deloitte LLP
Chartered Accountants and
Statutory Auditor
Union Plaza
1 Union Wynd
Aberdeen
AB10 1SL

SOLICITORS
Burness Paull LLP
Union Plaza
1 Union Wynd
Aberdeen
AB10 1DQ

NOMINATED STOCKBROKER
Capita MBS
The Registry
34 Beckenham Road
Beckenham
Kent
BR3 4TU

SHARE MARKETING ARRANGEMENTS

The Company has entered into an arrangement with Capita MBS, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU who are regulated by the Financial Services Authority, to act as nominated stockbrokers to the Company and to operate a matched bargain service designed to bring buyers and sellers of shares together. The share buying and selling service is operated through a web portal at www.capitambs.com. To use the web portal you will need to register on the database using your shareholder number and some personal details.

Any shareholder wanting further information on their shares should contact Roy Johnston at Pittodrie Stadium on 01224 650400.

The period covered in this report has seen a significant change of fortunes at Aberdeen Football Club, given the team's success in lifting the Scottish League Cup at a packed Parkhead… or should this be 'ParkRED'… as we took 43,000 Dons fans to this game and a further 80,000 supporters of all ages packed the City centre in Aberdeen the following week during the Council's civic parade for the team.

The players involved in delivering this success deserve all our gratitude, as indeed do the whole playing squad. The work ethic, attention to detail and man-management skills of Derek McInnes, Tony Docherty and their football management team enabled the players to perform at their very best, and yielded further dividends for the Club as the team finished in third place and with this a return to European participation.

Despite this terrific improvement in our on-the-field performances, everyone connected with the Club realises that a tremendous opportunity to end the season as runners-up to Celtic was taken from us in the last 9 seconds of our final SPFL match against Motherwell… but hopefully this will act as an additional incentive to the team in the 2014/15 season.

We have brought in some very exciting attacking players in Adam Rooney and David Goodwillie together with further defensive cover in Ash Taylor and Scott Brown and in securing Shay Logan, and we have also extended the playing contracts of many of our key players.

Not surprisingly, match attendances, corporate hospitality and sponsorships also increased as the team delivered success and entertainment through most of the season and this has to be the platform upon which we will try to further improve every area of the Club.

There has also been a significant change behind the scenes at the Club, plus a great deal of investment to improve many of the match-day facilities – every corporate lounge has enjoyed a level of refurbishment over the past season and we will be extending this into many of the retail areas at Pittodrie including match-day kiosks, club shop and the ticket office.

The organisational changes carried out the previous year led to a seamless operation throughout the football season and the achievement of standalone charitable status by Aberdeen FC Community Trust was a true highlight and much appreciation has to go to Duncan Skinner and the Trust Board and Ally Prockter, Chief Executive and his team for their sterling efforts in achieving this objective. I am in no doubt whatsoever that the Trust will deliver much needed support and opportunity across the local area to those in need.

The Club continues to make progress in its re-engagement with Aberdeen City Council in pursuit of the new stadium site at Loirston, whilst also acknowledging that there are many other priorities to be dealt with including securing a long term, professional-standard, training facility and youth performance academy base. We have a realistic optimism that our main goals in the coming years will be delivered, and that this will form a strong foundation for the long term good of the Club and its supporters.

I would also like to take this opportunity to thank our former Club Sponsor TEAM Recruitment and Terry Allan for their loyal and generous support to Aberdeen Football Club over the years and extend a very warm AFC welcome to their successors SALTIRE ENERGY and Mike Loggie. We look forward to developing a strong and successful relationship with SALTIRE ENERGY, a local company with an international business who had been involved as a Youth Academy supporter in recent years, but now as the official Club Sponsor of Aberdeen Football Club.

After the financial year end, we reached agreement with the bank, Stewart Milne Group and Aberdeen Asset Management, and with new investors, to restructure the debt and share capital of the Club. Some of the elements of the agreement have already been implemented, others are dependent on the approval of the relevant shareholder resolution at the AGM; but assuming that the resolution is approved, and when the agreed arrangements are fully implemented, the main changes will be that:-

* the net debt of the Club is expected to be reduced by £14.49m and its share capital and reserves will be increased by a corresponding amount;
* the new investors, Willie and Elaine Donald, who are supporters of the Club and are prominent in the local business community, will each have a shareholding of around 10%;
* Stewart Milne Group and related parties will have increased their shareholding to around 43% but their voting rights will be restricted to 29.9%;
* the Aberdeen FC Community Trust will receive a shareholding of around 9% by way of gift;
* the shareholdings of existing ordinary shareholders will be diluted by around 55%.

The relevant shareholder resolution to be considered at the AGM would increase the share capital of the Club and authorise the directors to issue new Ordinary and A Ordinary Shares. The Ordinary Shares would have the same rights as the existing Ordinary Shares; the rights of the A Ordinary Shares are set out in Note 24 to the Financial Statements, but in summary, they would have no voting rights but would be convertible into Ordinary Shares subject to the proviso that the Ordinary Shares held by the converting shareholder, following the conversion, would in aggregate carry 29.9% or fewer of the total votes conferred by all of the issued shares of the Club. The proposal for the A Ordinary Shares has been made specifically to enable Stewart Milne Group to convert into equity loans of £4.42m, of which £4.06m is secured, without its then having to make a general offer for all the issued shares of the Club (which it would otherwise be obliged to do under the provisions of The City Code on Takeovers and Mergers). This allows the Club to benefit from the reduction in its debt and the corresponding strengthening of its balance sheet, and avoids Stewart Milne Group having to make a general offer, which it would not want to do.

I believe this restructuring is transformational for the Club. With a stronger balance sheet, and the debt servicing burden removed, we can look to drive forward with plans for the new training facilities and stadium with much greater confidence in our ability to raise the additional investment needed.

So, in summary I am pleased with the performance at Aberdeen Football Club in the past 12 months but recognise that there remains a great deal of hard work to get through in the coming year. What is particularly gratifying is that the pride, reputation and belief have returned and that we are a community united in ownership of this great club.

Stewart Milne
Chairman

Introduction

The 2013/14 season was one of the most successful in the Club's recent history. It was nineteen years since the Club had last won a senior trophy and for over 40,000 of the Club's supporters to be at Parkhead to witness the team winning the League Cup was a wonderful moment for all concerned. Combining that with reaching the semi-final of the Scottish Cup and finishing third in the Premiership, underlined the on-field success. It could have been an even better season, as the margins between reaching the final of the Scottish Cup and finishing second in the Premiership were very slim. Our ambition remains strong and we would look to achieve greater success in these competitions in the future.

The third place finish in the Premiership allowed the Club entry into the first qualifying round of the Europa League for the first time since 2009 and the team put in a strong performance, beating Daugava Riga and Groningen and putting up a very creditable performance against a very good Real Sociedad side in the third qualifying round. The home games were very well attended and the atmosphere at the last game was exceptional, perhaps not experienced since that wonderful night against FC Copenhagen in December 2007. The financial impact of the Europa League will be reflected in the Annual Report for the year ended 30 June 2015.

Scottish football went through significant change just prior to the start of the 2013/14 season with a revised structure which allowed for play-offs in the Scottish Premiership and Championships, an all through distribution model and the introduction of a pyramid system for clubs coming into the senior leagues. The play-offs at the end of the 2013/14 season provided plenty of interest right up to the final matches and perhaps surprisingly left the Championship with Rangers, Hearts and Hibernian in its ranks. This will undoubtedly have an impact on the finances of the Premiership as these are three very well supported clubs, but we are mindful that the success on the pitch of our own Club is more significant to our own finances and we will focus on this accordingly.

The new football management team entered its first full season in 2013/14 and Derek McInnes and his assistant Tony Docherty had moved on a number of players in the close season and introduced a number of new players to the team in preparation for what proved to be a very successful season. The squad moves at the end of the 2013/14 season have been somewhat less with Josh Magennis, Scott Vernon, Calvin Zola and Nicky Weaver being allowed to leave. Ashton Taylor, Scott Brown and David Goodwillie were added to the squad, with Shay Logan accepting a permanent contract after a very good loan spell culminating in his appearance in the Scottish League Cup final. Jeffrey Monakana has also been added to the squad on a loan deal.

During the close season the manager decided to make a change in the U20 team set-up which resulted in Neil Cooper leaving the Club. Neil served the Club with distinction both as a player and as part of the management team on two occasions, devoting a substantial part of his career in football to the Club. We would like to take this opportunity of thanking him for his efforts over many years and we wish him well for the future.

Paul Sheerin, who also had a successful period with the Club as a player, was appointed to replace Neil Cooper, having worked with Derek and Tony at St Johnstone. We look forward to Paul making a substantial contribution to bringing young talent through into the first team squad.

Business Review

The Directors consider the key performance indicators of the Group to be turnover and the relationship of payroll costs to turnover. The fixed costs of the business which are mainly football related payroll costs and the upkeep of the football stadium must be maintained within the constraints of the turnover figure. Turnover is directly influenced by the performance of the Club in the Scottish Professional Football League (SPFL), the Scottish Professional Football League Cup (League Cup) and the Scottish Football Association Cup (Scottish Cup) each season. The Club's final position in each of these competitions will impact on the future prospects for the Group. Further positive impact on the turnover can be achieved in the event of a sustained run in European club competitions.

Turnover increased by £3.308 million from £7.85 million to £11.158 million as the Club finished third in the SPFL, won the League Cup and reached the semi-final of the Scottish Cup, as opposed to eighth in the SPFL, the fourth round of the League Cup and the fifth round of the Scottish Cup. Strong performances were achieved in all of our commercial activities, and gate revenues were considerably higher throughout the season, with the average crowd increasing from just over 9,000 in the 2012/13 season, to just over 12,000.

Wages increased from £5.256 million to £6.084 million as a direct result of much higher performance bonuses being paid to the playing and management staff. The consequent wages to turnover ratio has dropped from 67% to 55% which in terms of industry averages is an excellent result.

Other Operating Charges rose from £4.143 million to £4.885 million due to our commercial success where we had sold significantly more club shop goods and hospitality packages and being involved in more games than in the 2012/13 season. The new pitch and irrigation system installed prior to the 2013/14 season have had a direct benefit to the playing side, as they are able to play a higher quality passing game than was previously possible. At the push of a button the grounds-staff can now water the pitch just prior to the start of a game and again during the half-time break. Elsewhere the usual culprits of electricity and gas charges and the cost of the upkeep of an ageing stadium continue to be a burden.

Principal Risks and Uncertainties

The Directors believe that the principal risks and market uncertainties would include a) a downturn in first team football performance in the SPFL particularly if the team was to finish in the bottom six (out of 12), b) the general economic climate affecting spending ability of commercial partners and supporters and c) the ability of central football authorities to develop and maintain key revenue streams for broadcast and league sponsorship. In addition to this the club has benefited significantly in previous seasons due to player trading. However the impact of these uncertainties is lessened based on ongoing careful management of operating finances.

Going Concern

The Directors have undertaken a process to ensure that an appropriate funding structure is put in place to meet both the short-term funding requirements of the Group's football operations as well as the long-term funding requirements of the Group. The Board will primarily concentrate on achieving an operating break-even position in the short to medium term, whilst seeking to move forward with new training facilities and a new stadium development as and when it is prudent and viable.

The Directors have prepared future financial projections which make assumptions regarding the availability of future funding, including support from the existing shareholders if required, and which demonstrate that the Group will have sufficient resources to meet its obligations and liabilities as they fall due. The Directors have considered the assumptions and estimates used in the preparation of the future financial projections, including those in relation to activity levels which are influenced by the performance of the football team and, having considered the forecast results and reasonably possible sensitivities, expect that the Group will continue as a going concern in the foreseeable future.

Future Prospects

The work carried out last year to renegotiate the bank facilities and get them moved from short to medium term agreements was an important first step in seeking to reduce our debt levels and therefore strengthen the balance sheet. As described in the Chairman's Statement and in Note 24 to the Financial Statements the Club has come to an agreement with the bank and certain creditors which is expected to bring about a reduction in the Club's net debt of £14.49 million. The strengthening of the balance sheet will put the Club in a much better position to seek the investment required to deliver the training facilities and new stadium project as and when conditions enable this to happen. The earlier work relating to the Loirston stadium design remains relevant to our intentions to relocate which is why the Board continues to hold as an asset the development costs associated with Loirston to date and further detail is given in Note 10 to the Financial Statements.

We were able to reach agreement with the bank and certain creditors because we have moved to an operating breakeven position. We intend to continue to ensure that costs are maintained at an affordable level and that the ratio of wages to turnover is maintained at or below the accepted industry norm. Having taken hard decisions for a number of years, and having addressed the debt issue, we intend to stick to our financial strategy of spending what we can afford.

Our improved levels of success on the pitch and commercially have allowed us to maintain our investment in the first team squad going into the 2014/15 season, which will hopefully assist Derek and Tony to continue the process of shaping a team to produce (as was only too evident last season), not only the creative and exciting football that we all wish to see, but also a side that can bring further success to the Club. We will continue to work closely with the management team to ensure that squad changes are properly planned and hopefully that the squad develops as we would all like.

Producing young players through our Youth Development Academy who can graduate to the first team squad will continue to be a priority, with a significant number of the first team regulars having being products of this programme. Whilst our priority is to maintain the level of the first team squad, prudent housekeeping will mean that in keeping with most of the SPFL clubs we will look to supplement our income with transfer fees where this is thought to represent good business.

We made real progress last year and we have reason to be optimistic about the future. Last season's high-points have only whetted the appetite for further success and we must put all our efforts into ensuring that this continues.

On Behalf of the Board
Duncan G Fraser
Chief Executive
5th November 2014

The Directors have pleasure in submitting their Annual Report and audited Financial Statements for the year ended 30 June 2014.

1. DIRECTORS INFORMATION

Brief biographical details of the Directors are as follows: -

Stewart Milne was appointed a director of the Company in June 1994. He became Vice Chairman in 1997 and Executive Chairman in June 1998 and following the appointment of the Club's first Chief Executive in November 1999, stepped down to a non-executive role. He is also Chairman and Chief Executive of the Stewart Milne Group.

George Yule was appointed an executive director of the Company in June 2012 in the role of Vice-Chairman. His principal responsibility is to lead the turnaround of all areas of the business and to prepare the Club for the introduction of new training facilities and its relocation to a new football stadium. George is the non-executive Chairman of Aberdeen Sports Village. Away from his business interests he is Corporate Patron of Befriend-a-Child, a local charity for disadvantaged children in the Aberdeen and Aberdeenshire region.

Duncan Fraser was appointed an executive director of the Company in May 2004 with responsibility for all non-football operations, having been Company Secretary since November 2002. In November 2007 he was promoted to the role of Managing Director and in August 2010 he was appointed Chief Executive. He is a Chartered Accountant and held senior positions in the oil and gas industry prior to his appointment. Duncan holds a number of key roles within the wider game, including a non-executive directorship of the Scottish Professional Football League and the SFA Professional Gaming Board. He is also an elected member of the Competitions Working Group of the European Club Association and is a member of the UEFA Match Delegate Board.

Gordon Buchan was appointed a non-executive director of the Company in April 1992. He is a solicitor and a consultant with Burness Paull LLP and advises the Board on all legal matters concerning the Company.

Colin Welsh was appointed a non-executive director of the Company in July 2011. He is the Chief Executive Officer of Simmons & Company International Limited, an investment bank specialising in the oil industry.

Ian Jack was appointed a non-executive director of the Company in July 2011. He is Regional Vice-President for UK and Holland for M-I SWACO UK.

Craig Brown was appointed a non-executive director of the Company in March 2013. He has a wealth of experience in football, being the longest serving Scotland manager over a period of 8 years encompassing 70 international matches and back-to-back qualifications for the 1996 European Championships and the 1998 World Cup. In club football Craig has managed Clyde, Preston North End, and Motherwell and managed the Club during the 2011/12 and 2012/13 seasons.

George Yule and **Duncan Fraser** retire by rotation and, being eligible, offer themselves for re-election at the forthcoming Annual General Meeting.

An insurance policy for Directors' and Officers' Liability has been maintained during the course of the year.

2. ENVIRONMENT

The Group recognises the importance of its environmental responsibilities. As the principal activity is the running of a professional football club, the impact on the environment is limited.

3. FINANCIAL RISK MANAGEMENT

The Group's activities expose it to a number of financial risks including interest rate risk, credit risk and liquidity risk. The Group is exposed to interest rate risk on its interest bearing loans all of which are on variable interest rates. The terms of these loans are disclosed in Notes 13 and 16. The Group does not use derivative financial instruments for speculative purposes. The Group's principal financial assets are cash at bank and trade debtors. The Group's credit risk is primarily attributable to its trade debtors. The amounts presented in the balance sheet are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows. The Group's credit risk is concentrated on football clubs in respect of sale of player registrations. The credit risk on liquid funds is limited because the counterparties are banks with credit-ratings assigned by international credit-rating agencies. In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Group uses cash generated from operations, including player sales.

4. DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable law and regulations.

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

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the Financial Statements; and
- prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the Financial Statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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

5. AUDIT INFORMATION

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 they ought to have taken as a director in order to make themselves 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 provision of s418 of the Companies Act 2006.

6. AUDITOR

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

On Behalf of the Board
Duncan G Fraser
Chief Executive
5th November 2014

to the Members of Aberdeen Football Club plc

We have audited the Financial Statements of Aberdeen Football Club plc for the year ended 30 June 2014 which comprise the Consolidated and Company Profit and Loss Accounts, the Consolidated and Company Statement of Total Recognised Gains and Losses, the Consolidated and Company Note of Historical Cost Profits and Losses, the Consolidated and Company Balance Sheets, the Consolidated Cash Flow Statement and notes thereto, and the related notes 1 to 24. 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 auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement in note 5 of the Report of the Directors, 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 Group's and the Parent 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 and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on Financial Statements

In our opinion the Financial Statements:
- give a true and fair view of the state of the Group's and the Parent Company's affairs as at 30 June 2014 and of the Group's and Parent Company's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Emphasis of matter – new stadium project

Note 10 to the Financial Statements discloses that the balance sheet at 30 June 2014 includes capitalised costs amounting to £2,933,000 in connection with the proposed new stadium project. A number of important milestones, including the site acquisition and completion of the fund-raising process remain outstanding and are required to be reached before the project will progress to a construction stage. Notwithstanding the residual risks and uncertainties associated with achieving these milestones, the Directors remain confident that these will be satisfactorily achieved. Accordingly, the Directors have concluded that it remains appropriate to continue to carry these costs in the balance sheet. Given the significance of this conclusion to the overall financial statements, and without modifying our opinion, we draw this matter to your attention.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Report of the Directors for the financial year for which the Financial Statements are prepared is consistent with the Financial Statements.

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

James Boyle CA (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
Aberdeen, Scotland
5th November 2014

for the year ended 30 June 2014

	Notes	Group		Company	
		2014 £000	2013 £000	**2014 £000**	2013 £000
Turnover	2	**11158**	7850	**11158**	7850
Operating Charges - Recurring	3	**(11062)**	(9514)	**(11380)**	**(10085)**
Operating Charges - Exceptional	3	**(62)**	-	**(62)**	-
Operating Profit/(Loss)	4	**34**	(1664)	**(284)**	(2235)
(Loss)/Gain on disposal of intangible fixed assets		**(29)**	755	**(29)**	755
Profit/(Loss) Before Interest and Taxation		**5**	(909)	**(313)**	(1480)
Interest payable and similar charges (net)	5	**(307)**	(530)	**(5)**	(6)
Loss on Ordinary Activities Before Taxation		**(302)**	(1439)	**(318)**	(1486)
Tax on Loss on ordinary activities	6	**-**	-	**-**	-
Loss for the Financial Year	18	**(302)**	(1439)	**(318)**	(1486)
Loss per ordinary share – basic and diluted	7	**(5.2p)**	(24.6p)	**(5.4p)**	(25.4p)

Statement of Total Recognised Gains and Losses

Loss for the financial year		**(302)**	(1439)	**(318)**	(1486)
Surplus on revaluation of fixed assets	18	**-**	1100	**-**	-
Total recognised losses in the year		**(302)**	(339)	**(318)**	(1486)

Note of Historical Cost Profits and Losses

Loss on ordinary activities before taxation	**(302)**	(1439)	**(318)**	(1486)
Difference between historical cost depreciation charge and the actual depreciation charge for the year	**33**	-	**-**	-
Historical cost loss on ordinary activities before taxation	**(269)**	(1439)	**(318)**	(1486)
Historical cost loss for the year after taxation	**(269)**	(1439)	**(318)**	(1486)

The notes on pages 13 to 22 form part of the Financial Statements.

as at 30 June 2014

	Notes	Group		Company	
		2014	2013	**2014**	2013
		£000	£000	**£000**	£000
Fixed Assets					
Intangible fixed assets	8	**78**	106	**78**	106
Investments	9	**-**	-	**-**	-
Tangible fixed assets	10	**21437**	21296	**3284**	3196
		21515	21402	**3362**	3302
Current Assets					
Stock	11	**260**	108	**260**	108
Debtors	12	**2059**	1938	**4927**	3983
Cash at bank and in hand		**1557**	543	**1556**	543
		3876	2589	**6743**	4634
Creditors					
Amounts falling due within one year	13	**(3222)**	(3535)	**(2321)**	(2377)
Net Current Assets/(Liabilities)		**654**	(946)	**4422**	2257
Total Assets less Current Liabilities		**22169**	20456	**7784**	5559
Creditors					
Amounts falling due after more than one year	14	**(14758)**	(14139)	**(2000)**	(900)
Deferred Income	15	**(5788)**	(4392)	**(4893)**	(3450)
Net Assets		**1623**	1925	**891**	1209
Capital and Reserves					
Called up share capital	17	**2834**	2834	**2834**	2834
Revaluation reserve	18	**14913**	14946	**-**	-
Profit and loss account	18	**(16124)**	(15855)	**(1943)**	(1625)
Shareholders' Funds	19	**1623**	1925	**891**	1209

The notes on pages 13 to 22 form part of the Financial Statements.

The Financial Statements of Aberdeen Football Club plc, company registration number SC005364 were approved by the Board of Directors and authorised for issue on 5th November 2014.

Signed on behalf of the Board of Directors
Duncan G Fraser
Chief Executive

for the year ended 30 June 2014

Net Cash Flow	Notes	**2014 £000**	2013 £000
Net cash inflow/(outflow) from operating activities	i	**1497**	(882)
Returns on investments and servicing of finance	ii	**(259)**	(503)
Capital expenditure and financial investment	ii	**(307)**	339
Net cash inflow/(outflow) before financing		**931**	(1046)
Financing	ii	**83**	1078
Increase in cash		**1014**	32

Reconciliation of Net Cash Flow to Movement in Net Debt	iii		
Increase in cash in the year		**1014**	32
Cash inflow from increase in debt		**(83)**	(1078)
Change in net debt resulting from cash flows		**931**	(1046)
New finance leases		**(37)**	-
Non cash movement – capitalisation of shareholder loans		-	2250
Non cash movement – bank loan issue costs		**(41)**	185
Non cash movement – rolled-up loan interest		**(60)**	-
		793	1389
Net debt at 1 July		**(15060)**	(16449)
Net debt at 30 June		**(14267)**	(15060)

The notes on pages 13 to 22 form part of the Financial Statements.

for the year ended 30 June 2014

i Reconciliation of Operating Profit/(Loss) to Net Cash Inflow/(Outflow) from Operating Activities

	2014 £000	2013 £000
Operating profit/(loss)	**34**	(1664)
Amortisation of intangibles	**56**	57
Depreciation	**146**	105
Disposal of tangible fixed assets	-	25
Amortisation of grants	**(47)**	(48)
(Increase)/decrease in stocks	**(152)**	132
Increase in debtors	**(121)**	(425)
Increase in creditors	**138**	422
Increase in other deferred income	**1443**	514
Net cash inflow/(outflow) from operating activities	**1497**	(882)

ii Gross Cash Flows

	2014 £000	2013 £000
Returns on investments and servicing of finance		
Interest received	**4**	4
Interest paid and similar charges	**(261)**	(504)
Hire purchase interest	**(2)**	(3)
	(259)	(503)
Capital expenditure and financial investment		
Payments to acquire intangible fixed assets	**(57)**	(123)
Receipts from sales of intangible fixed assets	-	755
Payments to acquire tangible fixed assets	**(250)**	(330)
Receipts from sales of tangible fixed assets	-	37
	(307)	339
Financing		
Bank loan repayments	**(747)**	(560)
New Related Party loans	**860**	1150
New Other loans	-	560
Capital element of finance lease rental payments	**(30)**	(72)
	83	1078

iii Analysis of Changes in Net Debt

	1 July 2013 £000	**Cash Flows £000**	**Non-Cash Changes £000**	**30 June 2014 £000**
Cash at bank and in hand	543	1014	-	1557
Debt due within one year:				
Bank loans	(896)	560	(335)	(671)
Related Party loans	(250)	230	(360)	(380)
Other loans	(300)	-	300	-
Debt due after more than one year:				
Bank loans	(9179)	187	294	(8698)
Related Party loans	(4400)	(1090)	200	(5290)
Other loans	(560)	-	(200)	(760)
Finance leases	(18)	30	(37)	(25)
	(15060)	931	(138)	(14267)

The non-cash changes relate to new finance leases for pitch equipment, the release to profit and loss of the bank fees offset against the loans, rolled-up loan interest and Other loans being recategorised as Related Party loans.

for the year ended 30 June 2014

1. Accounting Policies

The principal accounting policies, which have been applied consistently in the current and prior year, are summarised below.

(a) Basis of Preparation

The Financial Statements have been prepared under the historical cost convention as modified by the revaluation of freehold land and stands, executive boxes and permanent fixtures, and in accordance with applicable United Kingdom accounting standards.

(b) Going Concern

The Financial Statements have been prepared on a going concern basis. Details of the Bank, Related Party and Other loans are disclosed in Notes 13, 14, 16 and 24 and in the Strategic Report.

(c) Basis of Consolidation

The consolidated Financial Statements of the Group incorporate the Financial Statements of the Company and its wholly-owned subsidiary Talltray Limited made up to 30 June in each year.

(d) Tangible Fixed Assets and Depreciation

Tangible fixed assets are stated at cost or revalued amount less depreciation. Freehold land and stands, executive boxes and permanent fixtures are valued on a Depreciated Replacement Cost basis with the surplus or deficit on book value transferred to the revaluation reserve. A full, detailed valuation is completed every 5 years, with interim valuations completed on the third anniversary of the full valuation. Further interim valuations may be completed on the first, second and fourth anniversaries if there is potentially a material change in value. Tangible fixed assets other than land are depreciated to write off their cost or valuation in equal annual amounts over their estimated useful lives down to their estimated residual value. Land is not depreciated. The applied depreciation rates are as follows: -

	% per annum
Freehold land and stands, executive boxes and permanent fixtures	0-33%
New Stadium Project	0%
Plant, Furniture and Fittings	10 - 33%

(e) Intangible Fixed Assets

Fees payable on the transfer of players' registrations are capitalised and amortised over the period of the respective players' contracts. Fees receivable from other football clubs on the transfer of players' registrations are dealt with through the profit and loss account in the accounting period in which the transfer takes place.

Signing-on fees are charged to the profit and loss account in the accounting period in which they are payable.

Payments or receipts, which are contingent on the performance of the team or players, are not recognised until the events crystallising such payments or receipts have taken place.

Compensation payments made to other clubs for young players or football management staff joining the Company are amortised over the period of any relevant contract. Compensation fees receivable for young players or management staff leaving the Company are not recognised until the events crystallising such payments or receipts have taken place.

(f) Grants

Grants received from the Football Trust for stands, safety improvements and plant are credited to deferred income and amortised through the profit and loss account over the estimated useful lives of the related assets.

(g) Stock of Goods for Resale

Stock of goods for resale is stated at the lower of cost or net realisable value.

(h) Donations from Lotteries

Donations from lotteries are accounted for in the accounting period in which they are received.

for the year ended 30 June 2014

(i) Taxation

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

Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset.

(j) Leasing and Hire Purchase

Assets held under hire purchase contracts and the related obligations are recorded in the balance sheet at the fair value of the assets at the inception of the agreements. The excess of payments over the recorded obligations is treated as finance charges in the profit and loss account.

Rentals paid under operating leases are charged to the profit and loss account on a straight-line basis over the lease term.

(k) Pension Costs

Contributions to the Group's defined contribution pension scheme are charged to the profit and loss account in the period in which they become payable.

(l) Revenue Recognition

Turnover represents income receivable, net of VAT, from football and related commercial activities. The Group has one class of business which is the principal activity of operating a professional football club in Scotland.

Gate and other match day revenues are recognised over the period of the football season as games are played. Sponsorship and similar commercial income is recognised over the duration of the respective contracts. The fixed element of broadcasting revenues is recognised over the duration of the football season whilst facility fees for live coverage or highlights are taken when earned. Merit awards are accounted for only when known at the end of the season. Income from commissions is recognised when known with reasonable accuracy.

(m) Other Deferred Income

Other deferred income represents income from season ticket renewals, advance ticket sales and from sponsorship agreements and other contractual arrangements, which are credited to the profit and loss account over the period of the agreement.

2. Analysis of Turnover

	Group		Company	
	2014	2013	**2014**	2013
	£000	£000	**£000**	£000
Gate receipts	**3575**	2196	**3575**	2196
Sponsorship & advertising	**1165**	938	**1165**	938
Broadcasting rights	**2133**	1193	**2133**	1193
Commercial	**4057**	3188	**4057**	3188
UEFA Solidarity & prize money	**78**	128	**78**	128
Other operating revenue	**150**	207	**150**	207
	11158	7850	**11158**	7850

for the year ended 30 June 2014

3. Analysis of Operating Charges

	Group		Company	
	2014 £000	2013 £000	**2014 £000**	2013 £000
Total Operating Charges				
Staff costs - including exceptional costs of £62,000 (2013 - £Nil) in respect of contract termination	**(6084)**	(5256)	**(6084)**	(5256)
Depreciation and other amounts written off tangible and intangible fixed assets, net of grant release including amounts for the amortisation of players' registrations of £56,000 (2013 - £57,000)	**(155)**	(115)	**(170)**	(162)
Other operating charges	**(4885)**	(4143)	**(5188)**	(4667)
	(11124)	(9514)	**(11442)**	(10085)

Staff costs consist of:

Wages and salaries	**5427**	4691	**5427**	4691
Social security costs	**631**	535	**631**	535
Other pension costs	**26**	30	**26**	30
	6084	5256	**6084**	5256

Directors' remuneration (included above) consists of:

Emoluments	**296**	290	**296**	290
Pension contributions	**12**	12	**12**	12
	308	302	**308**	302

The Directors waived fees totalling £35,000 due in respect of the year ended 30 June 2014 (2013 - £28,000).
The highest paid director received £164,000 (2013 - £153,000) including pension contributions of £12,000 (2013 - £12,000).

	2014 Number	2013 Number	**2014 Number**	2013 Number
Number of Directors who are members of a defined contribution pension scheme	**1**	1	**1**	1

The average number of full and part time employees during the year based on full time equivalents was as follows:

Players	**40**	41	**40**	41
Football management	**14**	11	**14**	11
Scouting / Youth development	**19**	19	**19**	19
Commercial / Administration	**35**	35	**35**	35
Maintenance	**8**	8	**8**	8
	116	114	**116**	114

for the year ended 30 June 2014

4. Operating Profit/(Loss)

	Group		Company	
	2014	2013	**2014**	2013
	£000	£000	**£000**	£000
This is stated after charging/(crediting):-				
Auditor's remuneration - Audit services	**15**	18	**14**	18
- Tax compliance services	**8**	8	**7**	7
- Other audit related assurance services	**5**	7	**5**	7
Amortisation of grants (Note 15)	**(47)**	(48)	**-**	-
Depreciation of owned assets (Note 10)	**134**	95	**101**	95
Depreciation on assets held under hire purchase contracts and finance leases (Note 10)	**12**	10	**12**	10
Amortisation of intangibles (Note 8)	**56**	57	**56**	57
Operating lease rentals - Land and buildings	**-**	-	**303**	524
- Hire of plant and equipment	**121**	121	**121**	121
Donations from lotteries	**(90)**	(84)	**(90)**	(84)

5. Interest Payable and Similar Charges (net)

Bank interest payable and similar charges	**(302)**	(524)	**-**	-
Other loan interest payable	**(7)**	(7)	**(7)**	(7)
Hire purchase interest	**(2)**	(3)	**(2)**	(3)
Total interest payable	**(311)**	(534)	**(9)**	(10)
Bank interest receivable	**4**	4	**4**	4
	(307)	(530)	**(5)**	(6)

6. Tax on Loss on Ordinary Activities

Taxation charge	**-**	-	**-**	-

The Group has estimated taxation losses available for carry forward amounting to £26,290,000 (2013 – £25,800,000) - see Note 21. The standard rate of tax for the year, based on the UK standard rate of corporation tax, is 22.5% (2013 – 23.75%). The actual tax charge for the current and the previous year differs from the standard rate for the reasons set out in the following reconciliation:

Loss on ordinary activities before tax	**(302)**	(1439)	**(318)**	(1486)
Tax on loss on ordinary activities at standard rate	**(68)**	(342)	**(71)**	(353)
Factors affecting charge for the period:				
Expenses not deductible for tax purposes	**5**	7	**5**	7
Capital allowances in excess of depreciation	**(27)**	(4)	**(27)**	(4)
Income not taxable for tax purposes	**(11)**	(11)	**-**	-
Movement in short term timing differences	**(4)**	-	**(4)**	-
Utilisation of tax losses	**105**	350	**97**	350
Total actual amount of current tax	**-**	-	**-**	-

for the year ended 30 June 2014

7. Loss per Ordinary Share

	Group		Company	
	2014	2013	**2014**	2013
Loss for the financial year (£000's)	**(302)**	(1439)	**(318)**	(1486)
Weighted average number of ordinary shares ('000)	**5843**	5843	**5843**	5843
Loss per share (pence)	**(5.2p)**	(24.6p)	**(5.4p)**	(25.4p)

Basic loss per share is calculated by dividing the earnings attributable to ordinary shareholders by the weighted average number of ordinary shares during the year. There are no diluting share issues and diluted loss per share equals basic loss per share.

8. Intangible Fixed Assets

Group and Company	**Players' Registrations and Compensation Payments**	**Brand Rights**	**Total**
	£000	£000	£000
Cost			
At 1 July 2013	150	-	150
Additions	50	7	57
Disposals	(72)	-	(72)
At 30 June 2014	128	7	135
Amortisation			
At 1 July 2013	44	-	44
Charge for year	56	-	56
Disposals	(43)	-	(43)
At 30 June 2014	57	-	57
Net Book Value			
At 30 June 2014	71	7	78
At 30 June 2013	106	-	106

9. Investments

	Group		Company	
	2014	2013	**2014**	2013
	£000	£000	**£000**	£000
Investment in subsidiary undertaking	-	-	-	-

The Company holds one Ordinary Share of £1 in Talltray Limited (a company registered in Scotland - SC299691) a wholly owned subsidiary of the Company. Talltray Limited owns the Pittodrie Stadium football ground which it leases to the Company. The Group Financial Statements reflect the results of the Company and its subsidiary.

The Company also holds one Ordinary Share of £1 in The Scottish Professional Football League Limited for which a consideration of £1 was paid. This represents a 2.38% interest in the company.

for the year ended 30 June 2014

10. Tangible Fixed Assets

	Company	Company	Total Company	Group	Group	Total Group
	Plant, Furniture and Fittings £000	New Stadium Project £000	£000	Land £000	Stands, Executive Boxes and Permanent Fixtures £000	£000
Cost or valuation						
At 1 July 2013	2862	2878	5740	4000	14100	23840
Additions	146	55	201	-	86	287
At 30 June 2014	3008	2933	5941	4000	14186	24127
Depreciation						
At 1 July 2013	2544	-	2544	-	-	2544
Charge for year	113	-	113	-	33	146
At 30 June 2014	2657	-	2657	-	33	2690
Net Book Value						
At 30 June 2014	351	2933	3284	4000	14153	21437
At 30 June 2013	318	2878	3196	4000	14100	21296

Comparable amounts determined according to the historical cost convention

Group

Cost	3008	2933	5941	208	7062	13211
Accumulated depreciation	(2657)	-	(2657)	-	(4064)	(6721)
Net book value at 30 June 2014	351	2933	3284	208	2998	6490
Net book value at 30 June 2013	318	2878	3196	208	2945	6349

Financial Reporting Standard 15 has been adopted and all freehold land and stands, executive boxes and permanent fixtures are carried at valuation. At the year end, the Directors have carried out a review of the carrying value of all freehold land and stands, executive boxes and permanent fixtures with reference to a depreciated replacement cost valuation performed by Messrs F G Burnett as at 30 June 2013. Having also given consideration to the current market conditions the Directors have retained the valuation of Pittodrie Stadium and the surrounding land in the Financial Statements at £18.1 million. The total depreciation charged in respect of Pittodrie Stadium was £33,000 (2013 - £Nil).

The net book value of plant, furniture and fittings in respect of assets held under finance leases and hire purchase contracts was £24,000 (2013 - £15,000).

Included in the above fixed assets movements table are capitalised costs amounting to £2,933,000 (2013 - £2,878,000) in respect of the new stadium project. As is noted in the Strategic Report, the Directors remain fully committed to the project and expect further progress to be made over the course of the next 12 months. A number of important milestones require to be reached before the project will progress to the construction stage. These include, amongst other things, the site acquisition and completion of the fund-raising process. Notwithstanding the residual risks associated with achieving these milestones, the Directors remain confident that these will be satisfactorily achieved and, hence, continue to be of the view that it is appropriate to carry these costs in the balance sheet. No depreciation has been provided on the New Stadium Project costs as these are treated as being construction in progress.

for the year ended 30 June 2014

11. Stock

	Group		Company	
	2014	2013	**2014**	2013
	£000	£000	**£000**	£000
Goods for resale	**260**	108	**260**	108

12. Debtors

	Group 2014 £000	Group 2013 £000	Company 2014 £000	Company 2013 £000
Trade debtors	**1836**	1583	**1836**	1583
Amounts due from subsidiary companies	**-**	-	**2868**	2045
Other debtors and prepayments	**223**	355	**223**	355
	2059	1938	**4927**	3983

The amounts due from subsidiary companies carry no interest and have no fixed repayment terms. The Company does not intend to seek repayment of the intercompany debts within one year.

13. Creditors: Amounts falling due within one year

	Group 2014 £000	Group 2013 £000	Company 2014 £000	Company 2013 £000
Bank loans (see Note 16)	**671**	896	**-**	-
Related Party loans (see Notes 16 and 23)	**380**	250	**380**	250
Other loans (see Note 16)	**-**	300	**-**	300
Obligations under finance leases and hire purchase contracts	**15**	18	**15**	18
Trade creditors	**691**	662	**691**	662
Other taxes and social security costs	**668**	482	**668**	482
Other creditors and accruals	**797**	927	**567**	665
	3222	3535	**2321**	2377

14. Creditors: Amounts falling due after more than one year

	Group 2014 £000	Group 2013 £000	Company 2014 £000	Company 2013 £000
Bank loans (see Note 16)	**8698**	9179	**-**	-
Loans from related parties (see Notes 16 and 23)	**5290**	4200	**1790**	700
Other loans (see Note 16)	**760**	760	**200**	200
Obligations under finance leases and hire purchase contracts	**10**	-	**10**	-
	14758	14139	**2000**	900

Obligations under finance leases and hire purchase contracts

Future minimum payments under hire purchase contracts are as follows:

	Group 2014 £000	Group 2013 £000	Company 2014 £000	Company 2013 £000
Within one year	**15**	18	**15**	18
Between one and two years	**10**	-	**10**	-
	-	-	**-**	-
	25	18	**25**	18

Finance leases and hire purchase contracts are secured over the related assets.

for the year ended 30 June 2014

15. Deferred Income

	Group		Company	
	2014	2013	**2014**	2013
	£000	£000	**£000**	£000
Deferred grant income - from Football Trust				
At 1 July	**942**	990	-	-
Released to profit and loss account	**(47)**	(48)	-	-
At 30 June	**895**	942	-	-
Other deferred income				
From season tickets, advance ticket sales, executive boxes and sponsorships received in advance	**4893**	3450	**4893**	3450
Total deferred income	**5788**	4392	**4893**	3450

Included in Other deferred income are amounts of £540,000 (2013 - £720,000) which will be released to the profit and loss account in more than one year.

16. Loans

	Group 2014 £000	Group 2013 £000	Company 2014 £000	Company 2013 £000
Bank loans (see Note 13) – net of bank loan issue costs of £41,000 (2013 - £41,000)	**671**	896	-	-
Bank loans (see Note 14) – net of bank loan issue costs of £103,000 (2013 - £144,000)	**8698**	9179	-	-
Related Party loans (see Notes 13 and 23)	**380**	250	**380**	250
Related Party loans (see Notes 14 and 23)	**5290**	4200	**1790**	700
Other loans (see Note 13)	-	300	-	300
Other loans (see Note 14)	**760**	760	**200**	200
	15799	15585	**2370**	1450
The loans are repayable as follows:				
Within one year	**1092**	1487	**380**	550
Between one and two years	**9591**	4400	**1990**	900
Between two and five years	**5260**	9883	-	-
	15943	15770	**2370**	1450
Less: Bank loan issue costs	**(144)**	(185)	-	-
	15799	15585	**2370**	1450

The Bank loans of £9.513 million (see Note 24) carried interest at a range of variable rates up to a current maximum rate of 4.01%. The bank loans were repayable as £4.813 million in quarterly instalments of £125,000 with a final repayment date of 31 December 2015 and £4,700,000 repayable on 31 December 2017. The Bank loans were secured by a floating charge and a standard security over the stadium from the wholly owned subsidiary Talltray Limited (Talltray) to the bank, cross guaranteed by the Company and secured also by a floating charge from the Company.

The Related Party loans (see Notes 13 and 14) of £5.67 million (2013 - £4.45 million) are interest free and £20,000 was repaid in July 2014, £1,230,000 is due to be repaid by 31 December 2015 and £4.42 million is intended to be converted into A Ordinary Shares by 31 December 2014.

The Other loans of £760,000 (see Notes 13 and 14) are interest free with £200,000 due to be repaid by 31 December 2015 and £560,000 which was due to be repaid on 31 December 2015 having been converted into Ordinary Shares post the Balance Sheet date.

Talltray has granted further standard securities over the stadium, to have priority after the bank's standard security and floating charge in accordance with a ranking agreement between the relevant parties, in respect of Related Party loans of £3,500,000 and Other loans of £560,000.

The above notes need to be read in conjunction with Note 24 Post Balance Sheet Event.

for the year ended 30 June 2014

17. Called Up Share Capital

Allotted and fully paid	Group and Company 2014 £000	Group and Company 2013 £000
5,843,333 Ordinary Shares of 10 pence each	**584**	584
2,250,000 Non-redeemable Preference Shares of £1 each	**2250**	2250
	2834	2834

The Preference Shares have no rights to dividends and no voting rights, but on a return of capital would be entitled to payment of their nominal value in priority to the Ordinary Shares.

18. Reserves

	Revaluation Reserve £000	Profit and Loss Account £000
Group		
Balance at 1 July 2013	14946	(15855)
Transfer of amount equivalent to depreciation on revalued assets	(33)	33
Loss for the financial year	-	(302)
Balance at 30 June 2014	14913	(16124)
Company		
Balance at 1 July 2013	-	(1625)
Loss for the financial year	-	(318)
Balance at 30 June 2014	-	(1943)

19. Reconciliation of Movement in Consolidated Shareholders' Funds

	Group 2014 £000	Group 2013 £000
Loss for the financial year	**(302)**	(1439)
Loans capitalised as Preference Shares	-	2250
Surplus on revaluation of fixed assets	-	1100
Net (decrease)/increase in shareholders' funds	**(302)**	1911
Opening shareholders' funds	**1925**	14
Closing shareholders' funds	**1623**	1925

20. Group Commitments Under Operating Leases

Payments falling due in the next year on operating leases are:-	Other 2014 £000	Other 2013 £000
Operating leases expiring:-		
Within one year	**123**	113
Between one and two years	-	8
Between two and five years	**6**	6
	129	127

for the year ended 30 June 2014

21. Deferred Taxation

At 30 June 2014 the Group has an unrecognised deferred tax asset of £4,816,000 (2013 - £5,470,000) due to the availability of trading losses for carry forward.

The ability of the Group to utilise the deferred tax asset depends on future trading performance. No deferred tax asset has been recognised given the uncertainty as to the availability of available future profits to utilise the accumulated tax losses.

The Group also has unrecognised deferred tax liabilities of £427,000 (2013 - £491,000) relating to a potential de-grouping charge and £1,010,000 (2013 - £1,161,500) relating to the revaluation of the stadium.

The government has indicated that it intends to enact reductions of 1% each year in the main rate of corporation tax currently standing at 21%, down to 20% by 1 April 2015.

22. Pension Fund

The Group operates a defined contribution Group Personal Pension Scheme for eligible employees. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charged for the year was £5,000 (2013 - £5,000). In addition, contributions of £12,000 (2013 - £20,000) were made to personal pension schemes on behalf of employees.

There was £1,000 due for payment at 30 June 2014 (2013 - £1,000).

The Group also operates a defined contribution Group auto-enrolment scheme for eligible employees. Following recent changes in pension legislation, the Group commenced an auto-enrolment scheme with The Peoples Pension on 1 April 2014. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charged for the year was £5,000 (2013 - £Nil).

There was £3,000 due for payment at 30 June 2014 (2013 - £Nil).

23. Related Party Transactions

During the year fees for professional services totalling £14,000 (2013 - £55,000) were rendered by Burness Paull LLP. Gordon A Buchan, a non-executive director of the Company, is a consultant with this firm. In addition, at 30 June 2014 £20,000 (2013 - £15,000) was due to Burness Paull LLP in respect of unbilled fees and this amount is included within other creditors and accruals in Note 13.

Loans of £4.42 million (2013 - £3.7 million) are due to Stewart Milne Group Limited (Stewart Milne, the non-executive chairman of the Group, is chairman of this company) and at the year-end loans of £1,250,000 (2013 - £950,000) were due to the Company's Directors. No interest was charged on these loans.

24. Post Balance Sheet Event

Subsequent to the balance sheet date, the Group's bank debt of £9.513 million was acquired by third parties in a transaction between those parties and the bank. This exits the Group's remaining obligations to the bank, other than certain ongoing commitments and contingent liabilities in respect of the proceeds of future player sales and any retained surplus arising on the disposal of Pittodrie stadium. Immediately on conclusion of that transaction a refinancing agreement was entered into with the third parties and certain creditors under which the former bank debt, together with certain of the Group's outstanding loan notes and other loans, were converted into new ordinary shares. A further conversion of the remaining loan notes to A ordinary shares has been committed to and will take place no later than 31 December 2014, subject to approval at the AGM. The combined effect of these transactions is an expected reduction in net debt of £14.49 million and an increase in share capital and reserves of £14.49 million. This will be reflected in the 30 June 2015 balance sheet.

The new convertible A ordinary shares would rank pari passu with the ordinary shares in all respects save that (a) they would have no voting rights, and (b) they would be convertible such that the holder of a convertible A ordinary share would be entitled to convert such share to an ordinary share by giving notice in writing to the Company. A holder of ordinary shares, whose shareholding aggregated with those of his connected persons carries 29.9% or fewer in aggregate of the total votes conferred by all of the issued shares in the Company, would only be entitled to convert the number of A ordinary shares as would result in that shareholder and his connected persons holding ordinary shares which would carry 29.9% or fewer in aggregate of the total votes conferred by all of the issued shares in the Company.

NOTICE IS HEREBY GIVEN that the ONE HUNDRED and ELEVENTH Annual General Meeting of ABERDEEN FOOTBALL CLUB plc will be held at The Aberdeen Asset Management Suite, Pittodrie Stadium, Pittodrie Street, Aberdeen on 15th December 2014 at 7.00pm to transact the following: -

As ordinary business:

1. To receive and consider the Financial Statements for the year ended 30 June 2014 together with the Reports of the Directors and Auditors thereon.

2. To re-elect George K Yule as a Director.

3. To re-elect Duncan G Fraser as a Director.

4. To re-appoint Deloitte LLP, Chartered Accountants and Statutory Auditor, as Auditors and to authorise the Directors to fix their remuneration.

As special business:

5. To consider and, if thought fit, pass the following resolution, which will be proposed as a special resolution of the Company:

"That:

a. an aggregate of 3,843,478 convertible "A" Ordinary Shares of £0.10 each in the capital of the Company (to be created pursuant to part f. of this special resolution below) may be allotted fully paid at such time or times as the directors consider appropriate, in favour of Stewart Milne Group Limited in full and final satisfaction of the liability of the Company to pay the aggregate liquidated sum of £4,420,000 to Stewart Milne Group Limited.

b. an aggregate of 6,156,522 Ordinary Shares of £0.10 each in the capital of the Company (to be created pursuant to part f. of this special resolution below) may be allotted fully paid at such time or times and to such persons as the directors consider appropriate.

c. in accordance with section 551 of the Companies Act 2006 (**2006 Act**), the Directors be generally and unconditionally authorised to allot (i) Ordinary Shares in the Company or grant rights to subscribe for or to convert any security into Ordinary Shares in the Company (**Ordinary Rights**) up to an aggregate nominal amount of £615,652.20 and (ii) to allot "A" Ordinary Shares in the Company or grant rights to subscribe for or to convert any security into Convertible "A" Ordinary Shares in the Company (**Convertible "A" Ordinary Rights**) up to an aggregate nominal amount of £384,347.80 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 October 2019 save that the Company may, before such expiry, make an offer or agreement which would or might require Ordinary Shares or Convertible "A" Ordinary Shares to be allotted or Ordinary Rights or Convertible "A" Ordinary Rights to be granted and the Directors may allot Ordinary Shares or Convertible "A" Ordinary Shares or grant Ordinary Rights or Convertible "A" Ordinary Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

   This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the 2006 Act but without prejudice to any allotment of shares or grant of rights to subscribe for or to convert any security into shares in the Company already made or offered or agreed to be made pursuant to such authorities.

d. in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by part c. of this resolution, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall:

   i. be limited to the allotment of equity securities up to an aggregate nominal amount of £1,000,000; and

   ii. expire on 31 October 2019 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

5. To consider and, if thought fit, pass the following resolution, which will be proposed as a special resolution of the Company: (continued)

That:

e. the articles of association of the Company be altered by:

i. deleting the present article 5 and replacing it with the following new article 5:

"At the date of adoption of these Articles the authorised share capital of the Company is £7,750,000 divided into 16,156,522 ordinary shares of £0.10 each (the "Ordinary Shares"), 5,750,000 Preference Shares of £1.00 each (the "Preference Shares") and 3,843,478 convertible "A" ordinary shares of £0.10 each (the "Convertible A Ordinary Shares")."

ii. Inserting the following as a new article 6B:

"Notwithstanding any other provision of these Articles the Convertible "A" Ordinary Shares rank pari passu with the Ordinary Shares in all respects save that they have no voting rights and have the conversion rights set out in Article 6C"

iii. Inserting the following as a new article 6C:

"Subject to Article 6D, each Convertible A Ordinary Share in issue may at any time, by notice in writing to the Company from the holder of such share ("Notice"), be converted into an Ordinary Share automatically on the date the Company receives such notice (the "Conversion Date")"

iv. Inserting the following as a new article 6D:

"Notwithstanding any other provision of these Articles, where any Article 6D Member holds Convertible A Ordinary Shares, such Article 6D Member may only convert into Ordinary Shares the number of Convertible A Ordinary Shares which shall, following their conversion, result in such Article 6D Member (together with any person(s) with whom they are Acting in Concert) holding Ordinary Shares which carry 29.9% or fewer in aggregate of the total votes conferred by all of the issued shares in the Company"

v. Inserting the following as a new article 6E:

"On the Conversion Date, the relevant Convertible "A" Ordinary Shares subject to the relevant Notice shall (without any further authority than that contained in these Articles) stand converted into Ordinary Shares on the basis of one Ordinary Share for each Convertible "A" Ordinary subject to the relevant Notice and the Ordinary Shares resulting from the conversion shall rank pari passu in all other respects with the existing issued Ordinary Shares."

vi. Inserting the following as a new article 6F:

"On the Conversion Date, the Company shall enter the holder of the converted Convertible "A" Ordinary Shares on the register of Members of the Company as the holder of the appropriate number of Ordinary Shares and, subject to the relevant holder of Convertible "A" Ordinary delivering the relevant share certificate (or indemnity or other evidence) the Company shall, within 45 Business Days of the Conversion Date, forward a definitive share certificate for the appropriate number of fully paid Ordinary Shares to such holder of Convertible "A" Ordinary Shares by post to his address as shown in the register of Members, at his own risk and free of charge."

vii. Adding the following new definitions before "Auditors" in the Interpretation section at article 1.1:

"Acting in Concert" has the meaning given to it in the City Code on Takeovers and Mergers as amended, updated or superseded from time to time.

"Article 6D Member" any Member who, together with any person(s) with whom they are Acting in Concert, holds Ordinary Shares which carry 29.9% or fewer in aggregate of the total votes conferred by all of the issued shares in the Company.

viii. Amending the definition of "Member" in the Interpretation section at article 1.1 by the insertion of the words "and / or Convertible A Ordinary Shares" after the words "a holder of Ordinary Shares".

ix. Making any necessary consequential amendments to the Articles as a result of such deletions and the creation of the Convertible A Ordinary Shares pursuant to paragraph f below.

5. To consider and, if thought fit, pass the following resolution, which will be proposed as a special resolution of the Company: (continued)

   That:

   f. the authorised share capital of the Company be and is hereby increased from £6,750,000 to £7,750,000 by the creation of 3,843,478 Convertible "A" Ordinary Shares of £0.10 each having the rights and restrictions set out at paragraph e.ii above and as more fully set out in the Company's Articles of Association as amended pursuant to this special resolution and by the creation of 6,156,522 Ordinary Shares of £0.10 each having the rights and restrictions set out in the Company's Articles of Association as amended pursuant to this special resolution."

BY ORDER OF THE BOARD

Roy M Johnston
Company Secretary

Registered Office:

Pittodrie Stadium, Pittodrie Street, Aberdeen AB24 5QH

Dated 5th November 2014

Note:

It is requested that notice of questions on the Annual Report should be in the Company Secretary's hands by 5pm on Monday 8th December 2014.

A member entitled to attend and vote is entitled to appoint a proxy to attend and, on a poll, to vote instead of him and that proxy need not also be a member. A form of proxy is enclosed, and completed proxies must be returned to Pittodrie Stadium at least 48 hours before the time appointed for the meeting.

Will Shareholders please intimate any change of address to the Company Secretary.

NOTES

Pittodrie Stadium
Pittodrie Street
Aberdeen AB24 5QH

www.afc.co.uk