

ANNUAL REPORT

2009 | 10



The season 2009/2010 turned out to be interesting and eventful. I think the fans will remember it for many years to come.

WE HAVE CONSTRUCTED DONBASS ARENA – THE STADIUM IS OF A HIGH EUROPEAN STANDARD. IT MEETS THE AIMS AND AMBITIONS OF OUR CLUB.

Donbass Arena was constructed for Shakhtar to play there and for the spectators to eagerly come and support their team. I think we managed to achieve this.

Before the opening of Donbass Arena I had supposed that 30–35 thousand spectators were a real number for an ordinary game of the Ukrainian Championship. The first year of the stadium's operation proved it.

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Shakhtar won the gold medals of 2009/2010 Ukrainian Championship. It is the fifth champion's title of our team. This time Shakhtar starts the most prestigious European club tournament from the group stage. The Club's management and fans are looking forward to the successful performance of our team.

I'd also like to say that we are very grateful to the head coach, Mircea Lucescu, for the team he's created. Over the last 6 years, we've won 4 championship titles, the UEFA Cup, and we are showing spectacular football of high European standard. Today we all believe in our team and this means for us a lot more than just words.

We believe in our team with our whole hearts and know, whoever our team plays against, we may expect victory.



**We BELIEVE in our team
with our whole HEARTS
Rinat Akhmetov**

The President of FC Shakhtar

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Looking back at the previous season, it would be true to say that it was successful.

We've finished the construction of Donbass Arena.

It was a large-scale project that was far from easy. It took 5 years for the idea to materialize and turn into the structure that is unique not only for our country. The work of thousands of people, 200 contracting companies and large investments turned the dream into the reality of this unique stadium with its incomparable atmosphere.

The opening of Donbass Arena was also an extraordinary event. Several hundred professionals (200 of whom were invited from abroad) worked on the show preparation. 1 500 exclusive costumes were ordered, 1 000 tons of decorations were bought, and various music stars including the amazing Beyonce performed making this an unforgettable event.

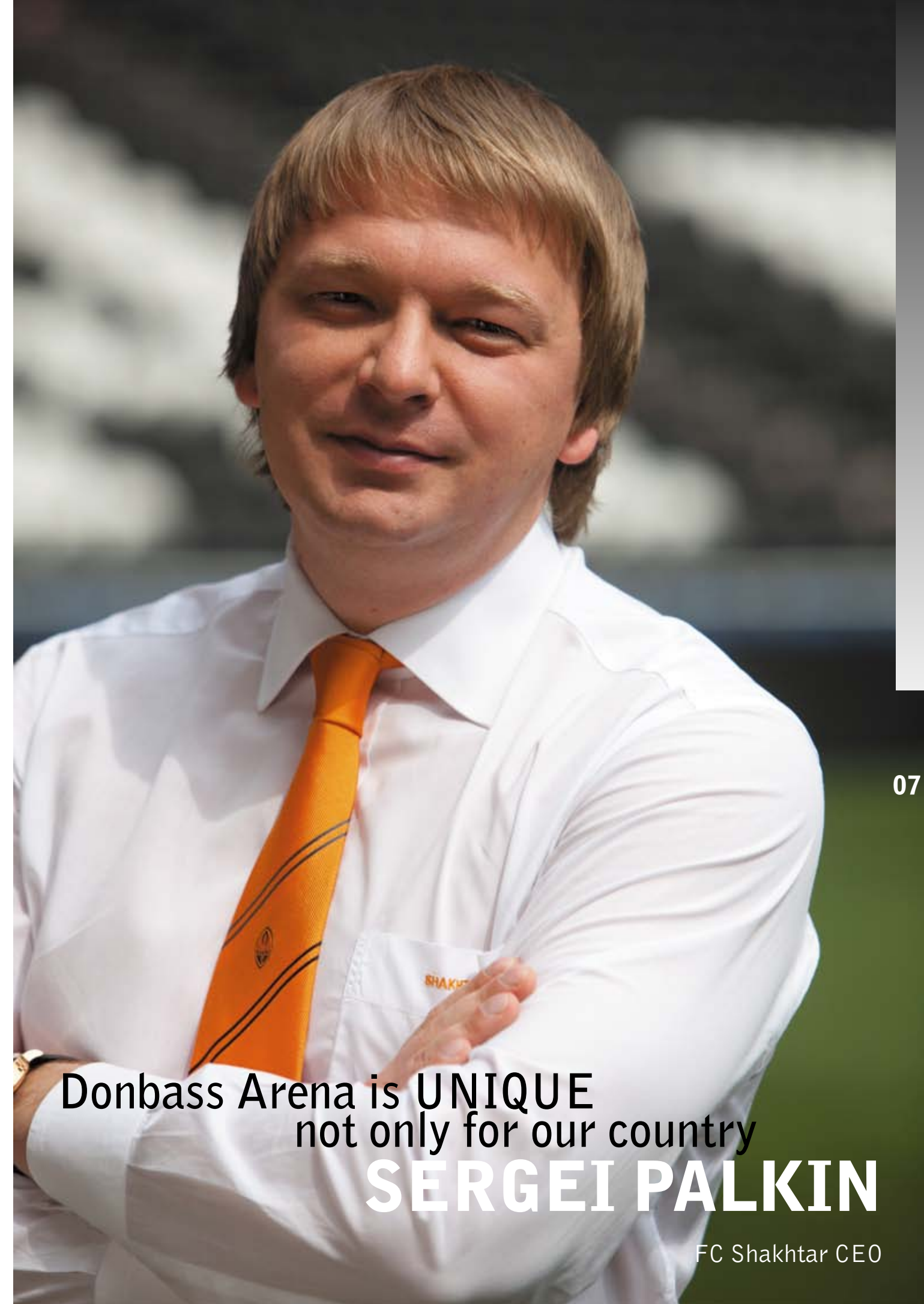
Those who missed the Donbass Arena opening ceremony will surely regret it. A show of such scope and meaning is unlikely to be seen again soon.

2009 | 10

Today Donbass Arena is in full operation. This allows Shakhtar to play in the magnificent atmosphere of a European standard stadium. Visiting a football match in Donetsk has turned into a special phenomenon, a major event.

The main criterion of our club's activity is the performance of our Shakhtar team. Last year Mircea Lucescu's players won the fifth gold medal of the Ukrainian Championship in the Club's history.

The most important point is that it gave Shakhtar the possibility to start in the Champions League 2010/2011 from the group stage. This is a very interesting prospect, and we'll tell you about its implementation in one season, in the next annual report.



Donbass Arena is **UNIQUE**
not only for our country

SERGEI PALKIN

FC Shakhtar CEO

Our vision

To be the ambassador of Ukrainian football in the world and of international football in Ukraine, ultimately driving the development of football culture in our country

Our mission

To redefine the boundaries and standards of excellence in football

Our values

Youth

We believe in youth as a universal source of change, ambition and achievement

We believe it is the time in life when talent and ability can best be developed; this is why we enable the players in our Academy to achieve their full potential in football and in life.

Football has a great influence on the beliefs and behaviour of young people, and we strive to set a good example through everything we do

We also believe in the youth of our country, in its potential and in the role of football as a source of prosperity, pride and unity

Loyalty

Our history is a part of us, just as our future. And we are loyal to both our memories and our ambitions. We share these with our supporters, and will never betray their passion

Determination

We are not afraid of thinking big. What others dream of, we believe in. And fight to the bitter end for.

We cultivate team spirit as a means to share and reach any goal, and whatever we will achieve, we will never stop

Knowledge

There is always a better way to do things. We believe in knowledge as a driver of growth and development.

We build our new history by expanding, cultivating and applying the knowledge and experience of generations of players and Club officials and look for the best competences in every field from all corners of the world

Our Brand Essence

Beyond boundaries

Our Goal

To be one of Europe's top football clubs

TO BE ONE OF EUROPE'S TOP FOOTBALL CLUBS

SERGEY PALKIN
FC Shakhtar CEO



ONE GOAL – ONE TEAM

WITH FC SHAKHTAR
SINCE JUNE 2004

Sergei Palkin was appointed as FC Shakhtar CEO on 18 June 2004. He started working for the Club as Finance Director in June 2003. Before that, he worked as senior auditor for Coopers & Lybrand LLP (afterwards the company's name was altered to PricewaterhouseCoopers LLP). From 2001, Mr. Palkin was Director of Economic Affairs and Finance in Kryvyi Rih Cement and Mining Integrated Works OJSC.

In 1996, Sergei Palkin graduated from Kiev National Academy of Management with degree in Finance and Credit. From 1997 to 2001, he took a training course at Association of Chartered Certified Accountants (ACCA) in London. Mr. Palkin is the Companion of Order of Merit of the III Degree (awarded in 2009).

PATRICK VAN LEEUWEN
Director of FC Shakhtar
Academy



WITH FC SHAKHTAR
SINCE FEBRUARY 2006

Patrick van Leeuwen was appointed as Director of FC Shakhtar Academy in 2008. He started working for the Club in 2006. From 2006 to 2008, Mr. van Leeuwen held the post of Assistant Director of the Academy. Before that, he was the coach at FC Feyernoord Academy (Rotterdam) for 10 years. For the last 2 years of his work at FC Feyernoord, he was in charge of international cooperation and thus obtained experience from Poland, Hungary, China, Ghana, and South Korea, where he rendered advisory services and assistance in improving work of the local academies.

Patrick van Leeuwen is a graduate of the Sports Academy with degree in Football and Winter Sports. He played for FC Sparta (Rotterdam) and FC Helmond Sport. He successfully completed the course for UEFA license in A Category and PRO Category.

ALEKSANDR CHERKASOV
General Secretary



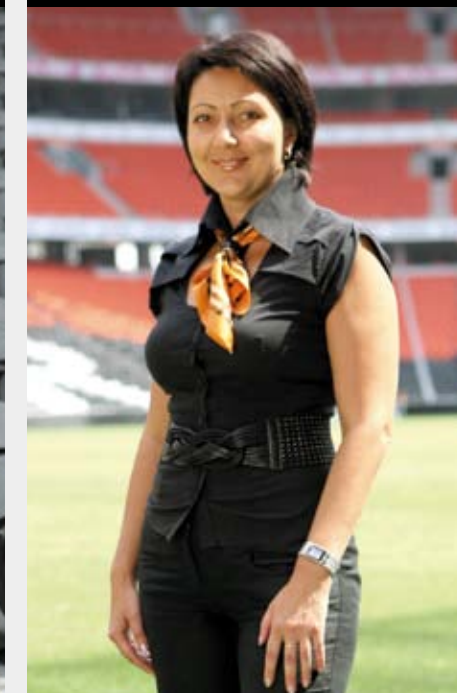
WITH FC SHAKHTAR
SINCE APRIL 2003

From 2003, Aleksandr Cherkasov was FC Shakhtar Senior Executive Assistant and Secretary of the Club Supervisory Board. Since 2006, he has been General Secretary of FC Shakhtar.

Mr. Cherkasov is a presidium member of Football Federation of Ukraine.

In 1992, Aleksandr Cherkasov graduated with excellence from Donetsk State University, History Faculty, with Degree in History and History Teaching. From 1991, he worked as a History and Law teacher.

GYULNARA AKHMEDZHANOVA
FC Shakhtar Finance Director



WITH FC SHAKHTAR
SINCE JULY 2004

Gyulnara Akhmedzhanova was appointed as FC Shakhtar Finance Director on 2 July 2004. She started working for the Club in October 2001 as Head of Controlling Department. Before that, Ms Akhmedzhanova worked as the leading economist for Embrol Ukraine LTD.

In 1992, Gyulnara Akhmedzhanova graduated from Donetsk State University, Mathematics Faculty. In 1994, she received her second degree in Management in Production and Non-Production Spheres at Donetsk Academy of Management. From 2002 to 2004, Ms Akhmedzhanova took training at the Kiev Institute of Management under German BBW programme Controlling System Implementation at Ukrainian Enterprises. In 2010, she received MBA degree from LINK, the Open University Business School in Great Britain.

YURIY TAKTASHEV
Head of Sports Facilities
Department



WITH FC SHAKHTAR
SINCE OCTOBER 1999

Yuriy Taktashev was appointed as Head of FC Shakhtar Sports Facilities Department in October 1999. Before that, he worked as Director of the central cargo handling terminal for Yug Trading Company LLC, Deputy Director of a trading and procuring enterprise of a market association, Director of wholesale and retail trading association Yug Commercial Trading Company, Shop Manager at Donetsk City Consumer Cooperative, the procurement officer at Donetskvtorresursy-V CJSC, the timber man at Oktyabrskoye Mining Department of Donetskgol Production Association.

In 1987, Mr. Taktashev graduated from Donetsk Polytechnic Institute with degree in Mining Engineering. He was awarded Breast Badge Miner's Glory of the III Degree, and Medal For Labour Valour.

PACO BIOSCA
Head of Medical and Sport
Adaptation Department



WITH FC SHAKHTAR
SINCE JULY 2005

Paco Biosca was appointed as Head of FC Shakhtar Medical and Sport Adaptation Department in July 2005. He is the traumatic and orthopaedic surgeon. Mr. Biosca was the professor of Institut Nacional d'Educació Física de Catalunya (INEFC) in Lleida from its foundation to 2006. For 25 years, until 2006, he was Head of FC Lleida Medical Department. From 2004 to 2005, he held the post of President of the European Federation of National Associations of Orthopaedic Sports Traumatology (EFOST).

Paco Biosca's former positions feature the ex-President of the Spanish Organisation of Sports Traumatology and the Manager of the Iberian Biomedical Society. He was Chief Physician at the tennis tournament during the 1992 Olympic Games in Barcelona. Mr. Biosca was recognized the Best Doctor in Sports Medicine of Spain.

RUSLAN MARMAZOV
Head of FC Shakhtar
Press Office



WITH FC SHAKHTAR
SINCE OCTOBER 2005

Ruslan Marmazov was appointed as Head of FC Shakhtar Press Office in October 2005. Before that, he worked as Editor-in-Chief of such Donetsk newspapers as Komsomolskaya Pravda and Tenedelya, the staff reporter of the Football magazine, Department Manager of Donetsk Regional State Tax Administration, the consultant of Committee on Mass Media Coordination at Donetsk Regional State Administration.

In 1993, Ruslan Marmazov graduated with excellence from Donetsk State University with degree in History. He is the Chairman of the Donetsk Regional Association of Sports Journalists, Donetsk Department of the National Olympic Council of Ukraine, as well as the Honoured Journalist of Ukraine.

ALEKSANDR ATAMANENKO
CEO of Donbass Arena
Stadium



WITH FC SHAKHTAR
SINCE FEBRUARY 2008

Aleksandr Atamanenko started working as Operations Manager of Shakhtar Stadium Ltd in February 2008, when the new FC Shakhtar stadium was under construction. Mr. Atamanenko undertook the management of Donbass Arena in August 2009. He has been holding managerial posts since 1997.

In 1996, Aleksandr Atamanenko received the international higher commercial education degree as Marketing Director from the Academic Center of Business and Law of the International Academy of Sciences (San-Marino). In April 2005, he was certified by US educational institute American Hotel and Lodging Association in Service Standards. In 2008, Mr. Atamanenko completed the full educational course in Stadium Management at the educational centre Amsterdam Arena.

SVETLANA SLOBODIANUK
Head of HR and Organizational
Development Department



WITH FC SHAKHTAR
SINCE JUNE 2004

Svetlana Slobodianuk was appointed as Head of HR and Organizational Department in February 2009. She started her professional career in staff management and recruitment in 1995.

In 1998, Svetlana Slobodianuk graduated from Donetsk State University with degree in History. In December 2008, she was certified by the Open University in Great Britain, received a professional certificate in Management, and in 2006 Ms Slobodianuk successfully completed the international programme on professional development HRM-HRD (Human Resources Management and Human Resources Development) at Kiev Mohyla Business School.

ANDREY KHARITONCHUK
Head of FC Shakhtar Legal
Department



WITH FC SHAKHTAR
SINCE AUGUST 2004

Andrey Kharitonchuk was appointed as Head of FC Shakhtar Legal Department in August 2004. Before that, he was the lawyer at CB Donbirzhhbank, the lawyer at Donetsk Regional Administration of Ukrsofsbank OJSC.

In 1999, Andrey Kharitonchuk graduated from Donetsk State University with degree in Law. He participated in Sports Law Congresses organized by the Royal Spanish Football Federation in 2007 and 2009. Mr. Kharitonchuk was awarded Level 1 Certificate in Business English by University of Cambridge. He was the participant of the workshop CAS Jurisprudence and New Developments in International Sports Law organized by the Swiss Bar Association and the Court of Arbitration for Sport in Lausanne in 2010.

DMITRIY KIRILENKO
Commercial Director

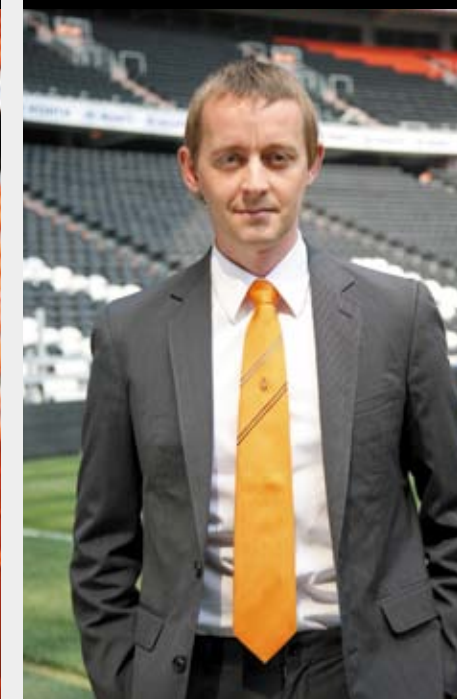


WITH FC SHAKHTAR
SINCE AUGUST 2001

Dmitriy Kirilenko was employed as Deputy Manager of Administrative Economic Department in 2001. In March 2003, he was promoted to the position of Assistant Director General. In December 2006, Mr. Kirilenko was appointed as Head of Sales Department. In June 2009, he was offered the position of Commercial Director.

In 2001, Dmitry Kirilenko graduated from Humanitarian University Zaporozhye Institute of State and Municipal Management with degree in Law. In 2006, he graduated from Donetsk National University with degree in Organization Management and the qualification of Master of Economics. Dmitry Kirilenko is Master of Sports in swimming and Ukraine's swimming champion.

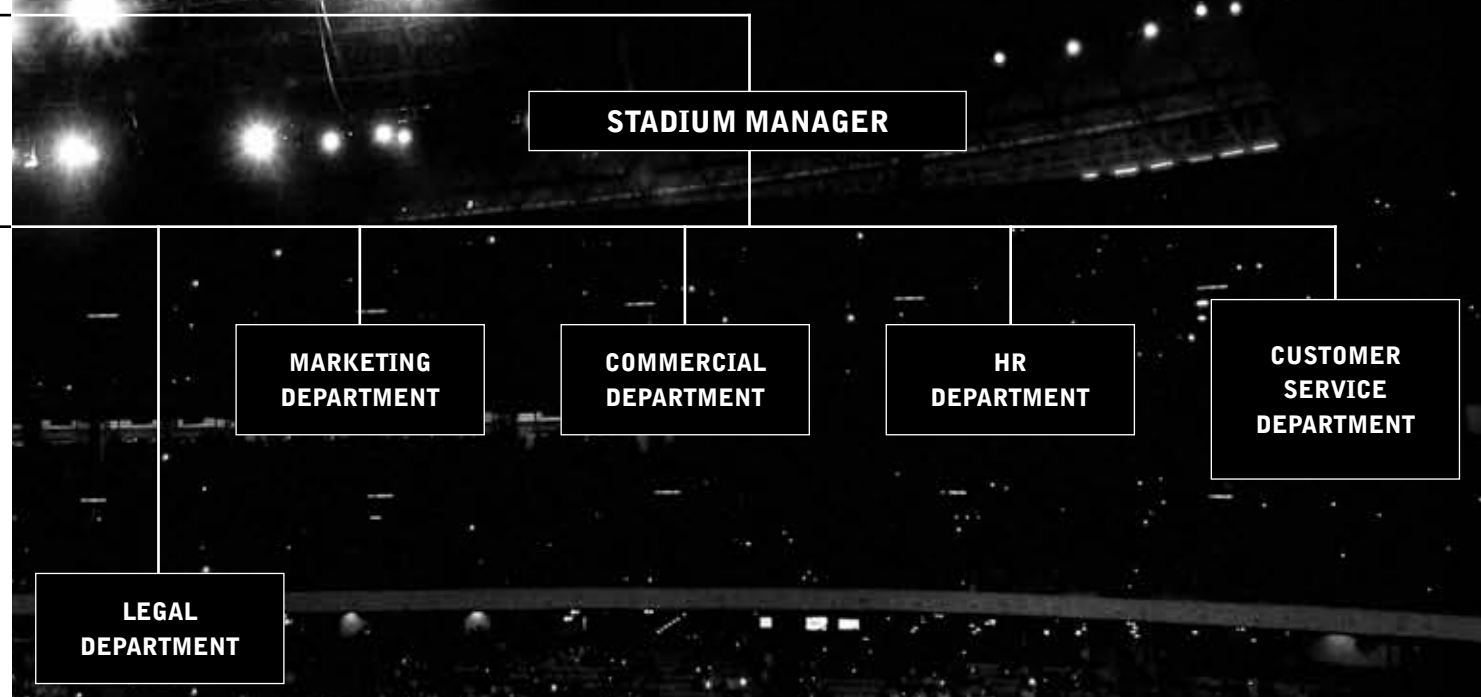
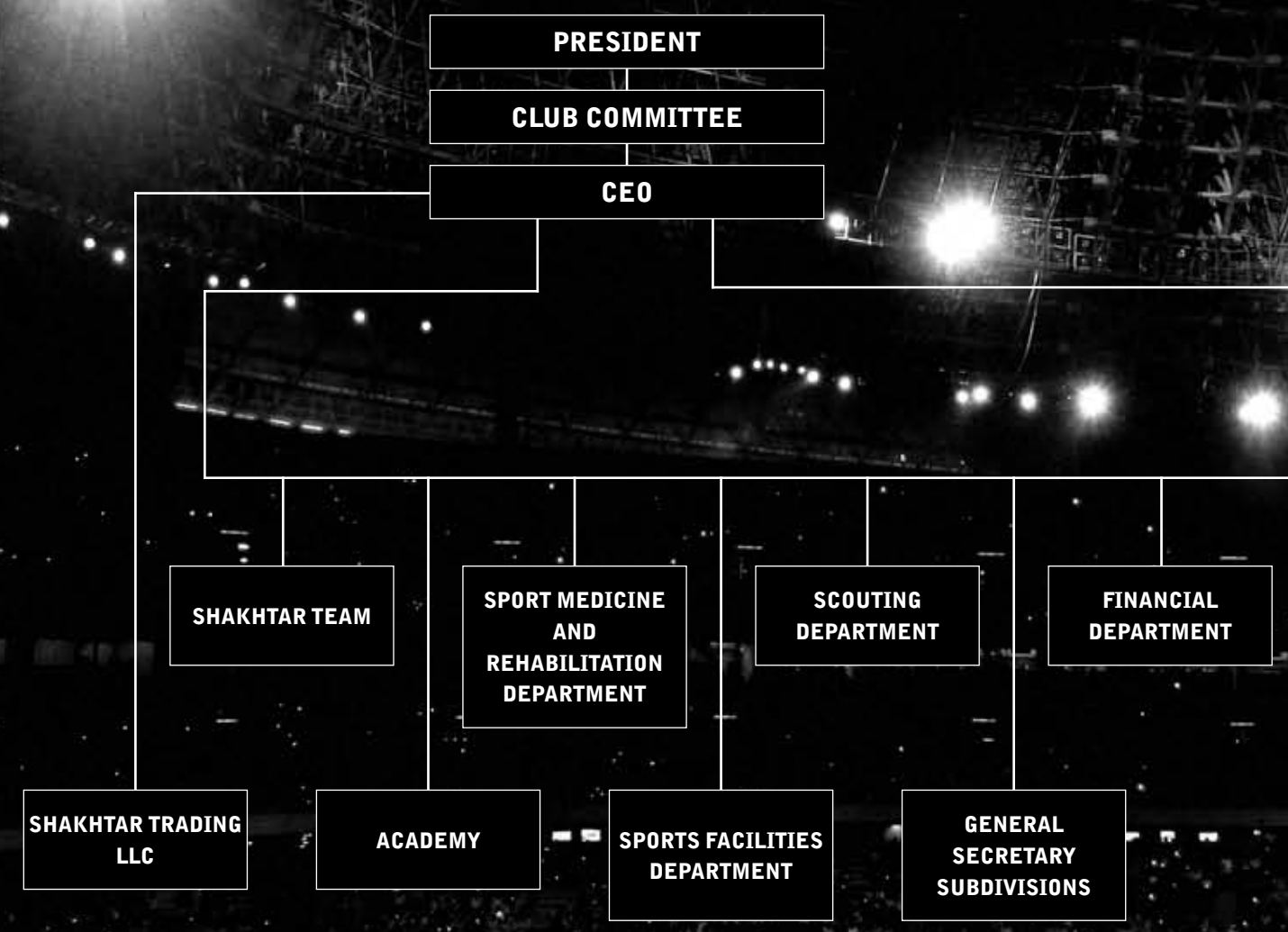
YURIY SVIRIDOV
Head of Marketing and
Communications Department



WITH FC SHAKHTAR
SINCE MAY 2010

Yuriy Sviridov was appointed as Head of FC Shakhtar Marketing and Communications Department in 2010. Before that, he worked as the consultant for the international company EDP Sports Marketing Ltd. (UK), participated in projects and researches for Professional Football League, FC Portsmouth and FC Chelsea. From 2002 to 2009, Mr. Sviridov carried on successful business at securities market, as well as worked for Russian oil company Lukoil.

In 2003, Yuriy Sviridov graduated from Donetsk State University with degree in Company Economics. In 2009, he successfully completed the course at London School of Business and Finance (LSBF). At present Mr. Sviridov is finishing the course in Sports Management and Football Business at Birkbeck University of London.



THIS STADIUM IS THE SYMBOL OF DONETSK, DONBASS AND UKRAINE. IT IS OUR SYMBOL. WE ARE PROUD OF THE STADIUM. WE CAN ONLY WIN HERE. WE PUSH OURSELVES TO THE LIMIT STRIVING FOR THE VICTORY AND WE WILL KEEP ON DOING IT

MIRCEA LUCESCU head coach

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What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– The first thing that distinguishes our football club from all the others is the President who loves football very much and is completely devoted to this game.

He is not just a fan, he is totally absorbed in football, he loves the players and the game itself. Rinat Akhmetov managed to build the football structure of the highest level, the stadium and sport facilities. He invites very talented players. He wants to achieve success and be successful. Apart from this he loves his land, Donetsk, Donbass and wants to let the fans have such a team. Our President has created the professional club that can worthily compete with absolutely all the great clubs of the world.

Though Shakhtar is quite a young club, it's already made a path for ascent and

attaining the highest goals. Management, structure and people who work in the club help a lot to achieve this by giving our team, our players and me a huge hope, which is very important. What else distinguishes Shakhtar from all the others? We managed to win the UEFA Cup. This is a prestigious trophy. I'm sure that the majority of other football clubs envy us. But this is only one level, because our president, our team and I personally are very ambitious and want to achieve more. We know that it's very difficult to play in the Champions League where great West European clubs have big football traditions. **It won't be easy for us but we'll keep trying to get better and better.**

Which of the last year's events made the greatest impression?

– The brightest event for me is winning the Ukrainian Championship. Players realized what the president had been expecting from us and we gathered 13 points to draw up with Dynamo which was not an easy task. One more fact: we managed to become champions after defeat. The team made a lot of mistakes in February but Shakhtar was much better than Fulham. We deserved the right to compete further in the Europa League. I'm sure we could play in the final game instead of Fulham. And perhaps the result would be different. **I'm very thankful to the players – after such failures they focused, became champions and succeeded in getting straight to the Champions League. That's fantastic!**



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The players managed to get the points, defeat the Kiev team more than once, demonstrate everyone that Shakhtar was the best team in Ukraine and, certainly, win the titles. It's very important.

Which game of the previous season was the most memorable for you?

– I think it was the Cup match against Dynamo which we won 2–0. That was a fantastic game, and besides Dynamo left the Cup tournament. There was also a significant match versus the Kiev team in the Ukrainian Championship. **We made it clear for everyone that having defeated our principal competitor we deserved victory in the Championship.**

Which objectives did you manage to achieve and which ones still require time and effort?

– We started the previous season with big difficulties. I had some health problems and I couldn't be together with the team. It is very hard to motivate the players from the distance. The main part of our success lies in the understanding how to organize the game properly. One needs high motivation to do this. However, to be motivated, we need to be together. But I wasn't with my team. We were a little bit relaxed during the match against FC Timisoara. We could have scored but didn't and as a result we missed the opportunity to play in the Champions League. The perfect response to this defeat was the two games' victory over Sivasspor.

After Timisoara we succeeded in showing that the team existed, that it was alive and wanted to stay on the high level. Then there were a few games in the Europa League against Brugge, Toulouse, Partizan. These were fantastic matches...

Besides, the match versus Barcelona was very important for us. Another event I can't but mention is the opening of Donbass Arena. It is much more important than all our victories because the stadium creates an international image for us. People start recognizing Shakhtar; they know that we work here for the future, for development and promotion of football as a game, for the future generation. That's what we need the Academy for.

BY THE END OF THE SEASON, THERE WAS ONLY ONE GOAL LEFT – TO WIN THE 1st PLACE TO START PLAYING DIRECTLY FROM THE GROUP STAGE IN THE UEFA CHAMPIONS LEAGUE



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FC Shakhtar is the five-time champion of Ukraine

The season 2009/2010 closely followed the triumphant season, which resulted in FC Shakhtar's glorious win of the UEFA Cup. Certainly, it is rarely possible to surpass or even repeat the previous success of such high level. That's why the results of the Miners' season may be debated from different points of view. On the one side, it's rather difficult to qualify the performance at the European arena as a successful one, but on the other side, FC Shakhtar won the title of Ukrainian champion for 5th time, and earned a dramatic win over the contender in the Super Cup of Ukraine match. Nevertheless, without any doubts this season may be considered as a new landmark on the pathway of establishing the powerful club which is able to reach the highest goals.

We cannot leave aside individual trophies of Miners. Mircea Lucescu once more became the Coach of the Year in Ukrainian Premier League, and the team's captain Darijo Srna became the Best Player of the Season.



Andrey Pyatov joined this company, unconditionally named as the Best Goalkeeper of the Season.

The past season made the fans look forward to new wins. The anniversary championship let us gain automatic entry to the group stage of the Champions League.

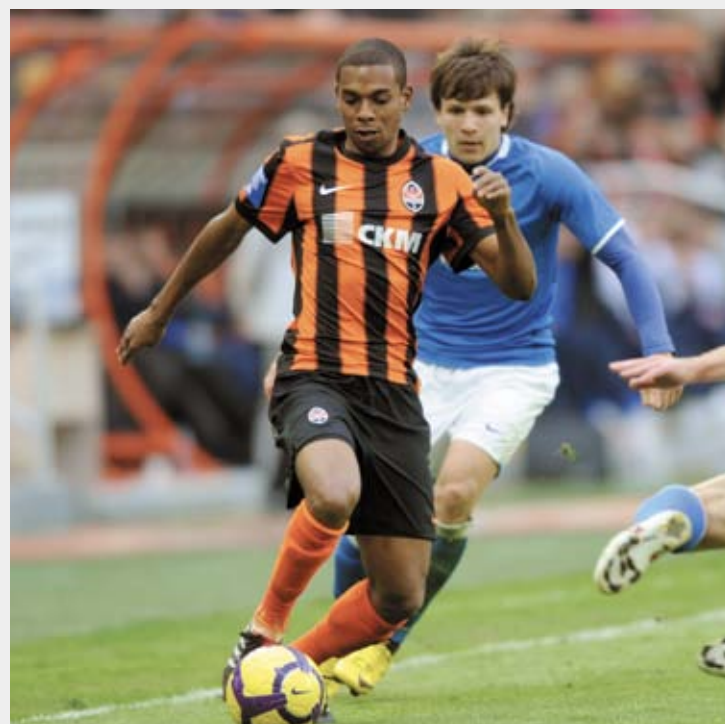
THE CHAMPIONSHIP OF UKRAINE 2009/2010 BECAME A REAL TRIUMPH FOR FC SHAKHTAR

The championship of Ukraine

The championship of Ukraine 2009/2010 became a real triumph for FC Shakhtar. In thirty games of the national competition, Mircea Lucescu's players gained 24 wins, tied the game 5 times and only once came of second best. As a result, FC Shakhtar scored 77 points, six points ahead of Dynamo Kiev with 62-18 goal difference. The season result turned out to be remarkable.

Head-to-head match with its main competitor, which secured the champion's title to FC Shakhtar, gave a special zest to the championship. In the presence of their loyal supporters at the overcrowded Donbass Arena, the Miners put the squeeze on Dynamo and deprived the Kiev team even of theoretical chances to gain gold medals in the last tour. FC Shakhtar covered the tournament distance rather smoothly, with occasional failures, and practically without looking about.

SHAKHTAR SCORED FIVE MORE GOALS. THE FINAL RESULT 7-1 BECAME THE MOST STUNNING WIN IN THE HISTORY OF THE SUPER CUP OF UKRAINE



**ON 4 JULY 2010, FC SHAKHTAR
BECAME THE THREE-TIME
UKRAINIAN SUPER CUP WINNER**

2009 | 10

The Ukrainian Cup

Twists and turns of the Cup matches of the past season turned out to be very heated. FC Shakhtar started from round 1/16 with a win over Dnestr, and in the next round it beat Ednist in the away game. In quarter-finals, the Miners were to outplay Dynamo, and Mircea Lucescu's team fulfilled this principal task. But the Ukrainian Cup semifinals showed equally exciting performance: in Donetsk derby, Metalurh celebrated the victory and qualified to the final, to be later defeated by Tavria.

The Ukrainian Super Cup

On 4 July 2010, FC Shakhtar became the Ukrainian Super Cup winner for the third time in its history! The trophy fortune was to be determined at Slavutich Arena in Zaporozhye, where the country's champion masterfully crashed resistance of the Cup holder – Tavria Simferopol.

In the first half the Miners were ahead 2-1, and in the second half spectators witnessed a spectacular succession of goals. Shakhtar scored five more goals. The final result 7-1 became the most stunning win in the history of the Super Cup of Ukraine.



The European Cups

The European Cup tournaments season for Shakhtar Donetsk turned out to be rather a controversial one. First of all, the Miners' tumble out from Champions League qualifying rounds became an unexpected surprise for everybody: after the tough struggle, Mircea Lucescu's players gave way to FC Timisoara, Romania.

That is why Shakhtar had to put its strength to the test in the first Europa League tournament – being in the rank of the last UEFA Cup winner! In the qualifying round, the Miners outplayed Sivasspor by the results of two games, and qualified into the group stage. Their opponents in the group were Belgians, Serbians and French – Brugge, Partizan and Toulouse FC, respectively... On the eve of a two-game battle against FC Fulham London, the positive mood prevailed among the orange & black fans. The team showed high-level

play in its qualification group and got a splendid win. However, in England Shakhtar unexpectedly yielded to its opponent and the London team managed to tie a comfortable draw on Donbass Arena. Thus, the Euro season was over for Shakhtar in February, and the team supporters started to cherish a hope for the next season. FC Shakhtar starts playing in a group stage of the UEFA Champions League.

Over the season 2009/10, FC Shakhtar scored 16 points in the UEFA Team Ranking and finished the season at 16th position with 74 points, which is the best result among the football clubs of the Eastern Europe. The most successful Russian clubs, CSKA and Zenit, ranked 21st and 26th in the final UEFA Team Ranking Table, respectively; Dynamo Kiev finished the Euro season at the 44th position, 32 points behind Shakhtar.

WE ARE CONSTANTLY LOOKING FOR TALENTED PLAYERS TO POWER UP THE TEAM SQUAD



A number of Shakhtar players, including Bogdan Shust and Vladimir Yezerskiy, signed loan agreements with FC Zorya, Lugansk.

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Transfers

August 2009 saw one of the most significant and notorious transfers in the history of FC Shakhtar Donetsk. The defender Dmytriy Chigrinskiy made his way to FC Barcelona, Catalonia. The transfer sum amounted to EUR 25 million.

Following the forward Evgeniy Seleznev, the goalkeeper Jan Lashtuvka also moved into the first team squad of FC Dnipro (Dnepropetrovsk). Nery Castillo was loaned by Dnepropetrovsk club, and Marcelo Moreno went to England, where he temporarily played for Wigan. At the same time, in summer 2009, Vasiliy Kobin made a transfer from FC Karpaty (Lvov) into Shakhtar Donetsk.

In winter, the Miners team squad was powered up by two Brazilian midfielders – Douglas Costa and Alex Teixeira.

THE DEFENDER DMITRIY CHIGRINSKIY MADE HIS WAY TO FC BARCELONA, CATALONIA. THE TRANSFER SUM AMOUNTED TO EUR 25 MILLION

SHAKHTAR IN EURO CUP TOURNAMENTS

12 games, 6 wins, 4 draws, 2 losses.

We scored:

Adriano – 6
Gai – 3
Jadson – 3
Fernandinho – 2
Willian – 1
Gladkiy – 1
Ilsinho – 1
Kobin – 1
Kravchenko – 1
Rakyt'skyy – 1
Srna – 1
Hübschman – 1

Own goal:

Lomich – 1

Goals scored by Shakhtar per minute intervals:

1-15	16-30	31-45	46-60	61-75	76-90
3	4	4	4	5	3

Goals conceded by Shakhtar per minute intervals:

1-15	16-30	31-45	46-60	61-75	76-90	91-120
2	1	1	2	2	2	1

Yellow cards:

Srna – 4
Ilsinho – 3
Adriano – 2
Kucher – 2
Rat – 2
Gai – 1
Jadson – 1
Kobin – 1
Polyanskyy – 1
Hübschman – 1

SHAKHTAR IN UKRAINIAN CUP TOURNAMENT

4 games, 3 wins, 1 loss.

Quit in the semifinals

We scored:

Fernandinho – 2
Aghahowa – 1
Willian – 1
Gladkiy – 1
Jadson – 1
Kobin – 1
Kravchenko – 1
Polyanskyy – 1
Rakyt'skyy – 1
Srna – 1
Fomin – 1

Goals scored by Shakhtar per minute intervals:

1-15	16-30	31-45	46-60	61-75	76-90
1	1	3	2	1	4

Goals conceded by Shakhtar per minute intervals:

1-15	16-30	31-45	46-60	61-75	76-90
2	1	1	1	1	1

Yellow cards:

Srna – 2
Willian – 1
Gladkiy – 1
Ishchenko – 1
Fernandinho – 1
Hübschman – 1

SHAKHTAR IN UKRAINIAN CHAMPIONSHIP

30 games, 24 wins, 5 draws, 1 loss, 77 points.

We scored:

Adriano – 11
Jadson – 9
Kravchenko – 7
Gladkiy – 6
Willian – 5
Costa – 5
Ilsinho – 4
Fernandinho – 4
Levandovsky – 2
Srna – 2
Aghahowa – 1
Gai – 1
Kobin – 1
Kucher – 1
Polyanskyy – 1
Rat – 1
Fomin – 1

Goals scored by Shakhtar per minute intervals:

1-15	16-30	31-45	46-60	61-75	76-90
10	8	12	10	6	16

Goals conceded by Shakhtar per minute intervals:

1-15	16-30	31-45	46-60	61-75	76-90
4	2	3	3	5	1

Yellow cards:

Jadson – 5
Fernandinho – 5
Adriano – 4
Adriano – 4
Kobin – 4
Costa – 4
Srna – 4
Hübschman – 4
Willian – 3
Ishchenko – 3
Rakyt'skyy – 3
Pyatov – 2
Rat – 2
Chizhov – 2
Gai – 1
Ilsinho – 1
Kravchenko – 1
Kucher – 1
Levandovsky – 1
Fomin – 1

Red cards:

Adriano – 1
Rat – 1
Chizhov – 1

THE YOUNG PLAYERS NEEDED TO GROW UP BOTH IN PLAYING AND PROFESSIONAL ASPECTS AND TO GAIN EXPERIENCE IN SURVIVING CLOSE COMPETITION



2009 | 10

Youth system

The youth team of FC Shakhtar Donetsk finished the past season at the second position. The ultimate triumphator was Karpaty junior team (Lvov), the team steadily gained momentum in the course of the entire tournament and kept the first position till the last tour. It is important to remember that in the past season the Miners were on average two-three years younger than their contenders. The young players needed to grow up both in playing and professional aspects as well as to gain experience in surviving close competition and be ready to transfer to the new stage.

Valeriy Yaremchenko's team scored 61 points with 74–34 goal difference. At the same time, the youth team squad surpassed all the other teams in the championship as for the number of goals scored, getting ahead even of Karpaty (Lvov). During the season, Shakhtar junior team had nine high-score wins. The most popular outcome of the games featuring the Donetsk team reserve squad was 2–0. By the way, Valeriy Yaremchenko had trained a number of other players who later re-enforced other clubs of the Ukrainian Premier League. Yegor Kartushov, now playing for Zorya Lugansk, became the Premier League Top Scorer with 11 scored goals.

FC SHAKHTAR YOUTH SQUAD FOOTBALL PLAYERS, INVITED TO PLAY IN UKRAINIAN CLUBS IN SEASON 2009/2010:

PLAYER	CLUB	RIGHTS FOR PLAYERS
Kirill Doroshenko	Zvezda Kirovograd	loan
Yegor Kartushov	Zorya Lugansk	loan
Aleksandr Kasyan	Illychivets Mariupol	loan
Maxim Kovalev	Zorya Lugansk	loan
Maxim Maksimenko	Crimteplitsa Crimea	loan
Stanislav Mikitsey	Illychivets Mariupol	loan
Illya Mikhalev	Olympik Donetsk	loan
Dmitriy Moldovan	Stal Alchevsk	loan
Viacheslav Podnebennoy	Olympik Donetsk	loan
Vitaliy Ponomar	Alexandria Alexandria	loan
Igor Chaikovskiy	Zorya Lugansk	loan
Vadim Shavrin	Olympik Donetsk	loan

FC SHAKHTAR YOUTH SQUAD FOOTBALL PLAYERS, INVITED TO PLAY IN THE FIRST TEAM OF THE PITMEN'S IN SEASON 2009/2010

Artem Tetenko
 Vitaliy Vitsenets*
 Yaroslav Rakitskiy

* At the start of the season Vitaliy Vitsenets, the graduate of Shakhtar football Academy, was purchased by FC Zorya Lugansk. However, playing for FC Zorya Lugansk, he showed very good results in the Ukrainian Premier League games, and in summer 2010 was purchased back by the Pitmen's.



PLAYERS OF U-14 AND U-16 TEAMS WON THE TITLE OF UKRAINE'S CHAMPIONS

PATRICK VAN LEEUWEN director of Shakhtar football academy

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What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– FC Shakhtar provides various opportunities for development and growth of the Football Academy. In my understanding, development and growth mean progress both of the footballers and our Academy. **We invite new coaches, who specialize in players of the certain age as well as in individual players.** In the Academy, we try to use everything to facilitate the working process – for this purpose we have two cameramen who shoot the games for the feedback analysis.

Which of the last year's events made the greatest impression?

– Leaving aside the Academy, it is, of course, the opening of Donbass Arena. For the Club it is a tremendous step forward, because now we are able to host both the Ukrainian Premier League home games and international games at the highest level. **Our players have got the chance to play on the magnificent stadium, and the Academy graduates – a possibility to visit the stadium and watch the games of the first team.**

Which game of the previous season was the most memorable for you?

– The most remarkable game was the one against FC Dynamo Kiev, which decided the outcome of the championship. We won that match and once again became the Ukraine's Champions. As for the Academy, the final games turned out to be the most remarkable. As a result, the players of U-14 and U-16 teams won the Championship of Ukraine. U-17 team also played in the final and was very close to the victory, but lost it on penalties. U-15 team made a mistake in one of the games which deprived it of the chance to reach the final. **But it is football, where one fault may decide everything.**

Which objectives did you manage to achieve and which ones still require time and effort?

– Our main achievement is the transfer of young players into senior teams. Young players of U-17 team train together with the youth squad, and play in Shakhtar-3. It is a success. **We hope that this process will go on, that our graduates will secure their positions in new teams, gain strength, and then move up to the next level.** But it's necessary to make sure that this process will not be too fast and that the players will not end up their football life at the age of 20, without getting a single chance to go further.

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WE CAN CALL THE PAST SEASON
AS OUR BIG ACHIEVEMENT:
WE SCORED TWICE AS MANY POINTS
IN THE SECOND ROUND AS IN THE FIRST



PATRICK VAN LEEUWEN
director of Shakhtar
football academy

2009 | 10

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In the past season, all teams of the professional Shakhtar Football Academy confidently fought their way to the final part of the Ukraine's Championship, where they had to break down resistance of the other Ukraine's best 'academician' teams. Shakhtar U-15 team won the third place and received two personal honours: Yaroslav Stavitskiy got the title of the Best Goalkeeper of the tournament, and Dmitriy Bilonog was called the Best Player of the Season. In the final game against Dynamo Kiev, U-17 team lacked just a little bit of luck, and as a result the golden medals went to Kiev on penalties. However, Vladislav Kulach won the title of the Top Scorer of the Season. The Miners of U-14 and U-16 teams were recognized as Ukraine's all-round champions, thus having supported their ambitions with the results. Respectively, Shakhtar players Viktor Kovalenko and Vladlen Yurchenko got the titles of the Best Players of the Season, and Aleksandr Iosha won the title of the Best Defender of the championship in U-16 group.

The Academy's Department for training younger footballers continues its quite successful operation. FC Shakhtar teams in the age category from U-8 to U-13 regularly play in tournaments among the Academy's subsidiaries – against their contenders from such teams as Tekstilshchik, Makeyevka, Monolit, SotsDonbass, Mariupol and Yenakievo. To a great extent, these tournaments are aimed at the professional development and improvement of young players, and sometimes the result may play a secondary role. I believe that training and annual transferring to the new level is the main goal of the Coaching Staff and the Academy's management.

FC SHAKHTAR ACADEMY'S GRADUATES INVITED TO PLAY FOR YOUTH SQUAD
OF THE MINERS IN SEASON 2009/2010:

VLADISLAV NASIBULIN
NIKITA SHEVCHENKO
IVAN ORDETS
ALEKSANDR KARAVAYEV
ALEKSANDR NOYOK
STANISLAV PRICHINENKO
FILIPP BUDKOVSKIY
IVAN LUKANYUK
YAROSLAV YAMPOL
VIACHESLAV CHURKO
VLADLEN YURCHENKO

Shakhtar-3 team continues to play in the second division of the Ukraine's Championship. In this division the Miners team is the youngest in terms of the players' average age. The result is the well-deserved seventh position with fifteen wins.

At the end of the season, Aleksandr Funderat, Shakhtar-3 coach, made a rather logical conclusion as for team's performance: 'We can call the past season as our big achievement: we scored twice more points in the second round than in the first'.

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I AM PROUD TO BE A MEMBER
OF FC SHAKHTAR FAMILY,
WHICH ALWAYS ASPIRES TO PERFECTION

PACO BIOSCA head of FC Shakhtar sports medicine and rehabilitation department

34

What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– FC Shakhtar is not just a football club. **FC Shakhtar is the lifestyle striving for perfection, in order to share this perfection with the entire country and to make people proud of Ukraine.** FC Shakhtar is the progress driver in the city, region and the entire country.

Which of the last year's events made the greatest impression?

– The championship win and the automatic entry to the group stage of the Champions League, as well as growth and **development of the Club's infrastructure and uniting the Club's and the stadium's structures.**

Which game of the previous season was the most memorable for you?

– Without any doubts, it was the away game against FC Timisoara Romania, which stuck in memory as something that should never happen again. I couldn't fall asleep the whole night through.

MEDICAL DEPARTMENT



35

Which objectives did you manage to achieve and which ones still require time and effort?

– **For the third year running, we stay among the top five medical services of the UEFA Champions League teams,** such as Brugge KV, Arsenal, Liverpool, Manchester United, Olympique Lyonnais, BVB Dortmund, FC Bayern München, Hamburger SV, AC Milan, FC Internazionale Milano, Juventus, Ajax, PSV, Benfica, Porto, Barcelona, Real Madrid. This serves as a criterion in achieving the goals set for the season. At this stage, we must define whether our main target is the leadership of the Medical Department not only in the Eastern Europe but in the entire Europe, which requires construction of a new Medical Centre.

REPRESENTATIVES OF RUSSIAN FOOTBALL CLUBS HIGHLY EVALUATED THE MINERS' MEDICAL CENTRE



PACO BIOSCA
head of FC Shakhtar sports
medicine and rehabilitation
department

2009 | 10



In the season 2009/2010, FC Shakhtar Sports Medicine and Rehabilitation Department carried on forging international relations with other professional clubs. Paco Biosca, Head of Sports

Medicine and Rehabilitation Department, and Artur Glushchenko, Head of the Club's Medical Service, were invited once more to speak at the International Congress on Sports Traumatology that took place in Moscow in November 2009.

WE CARRY ON FORGING INTERNATIONAL RELATIONS WITH OTHER PROFESSIONAL CLUBS

Then the decision was made to hold such Congress in Donetsk. On 21 April 2010, Paco Biosca jointly with his Ukrainian colleagues organized a meeting in Donbass Arena featuring the leading doctors of Russia among the invited guests: Dmitriy Babichenko, doctor of FC Dynamo Moscow, Eduard Bezuglov and Alexander Yardoshvilly, doctors of FC Lokomotiv Moscow, and Mikhail Vartapetov, doctor of FC Spartak Moscow. They talked about ligamentous injuries and muscle injuries. Certainly, the doctors proposed their own methods for prevention and treatment of diseases. The meeting ended up in a tour around the Kirsha Training Centre, where the guests could personally evaluate the advantages of the Miners' Medical Centre.

From now on, the plan is to organize such meetings on the regular basis and in the extended circle involving the best Ukrainian specialists.

I BELIEVE THE QUALITY ENHANCEMENT OF TRAINING PITCHES IS MY DEPARTMENT'S SIGNIFICANT ACHIEVEMENT

SPORTS FACILITIES

YURIY TAKTASHOV head of sports facilities department

38

What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– High ambitious goals and aspiration to achieve them.

Which of the last year's events made the greatest impression?

– Winning of the Ukrainian Champion's title. The team demonstrated well-performed and spectacular football.

Which game of the previous season was the most memorable for you?

– FC Tavria vs. FC Shakhtar. While losing 2–0 in the course of the game, the team demonstrated the miners' fighting spirit and won the game 2–3, thus having shown the **striking and goal-scoring football playing, which our Club is famous for.**

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Which objectives did you manage to achieve and which ones still require time and effort?

– We managed to enhance the quality of the training football pitches as compared to the last season, when we received several complaints from the Head Coach. In the current season, the pitches are in a very good condition. Our short-range plans include general repair of Pitch #6 with natural grass, as well as covering Pitch #9 with artificial turf.



WE CONTINUE IMPROVING OUR PITCHES, TRAINING CENTRE, GROUNDS



YURIY TAKTASHEV
head of sports facilities department

2009 | 10

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During the 2009/2010 season, the Sports Facilities Department made current repairs with the total cost of UAH 2 million 49 thousand. The repaired sites include:

- repair of showers of the training ground, replacement of water systems and ensuring high-quality water supply in Shakhtar Stadium;
- updating and reconstruction of power-supply system of the Club's office at 86a Artyoma St.

We installed some additional conditioning systems and electric appliances, and also entirely renewed the heating system. We redecorated the accommodations and rooms of the office.



The rooms of the Head Coach and his assistant were repaired. We also made a high-quality repair of 51 rooms in Shakhtar-2, 3 building (including all the footballers', coaches', administrators' and operating personnel's rooms).

Granite coating of the levee was put to rights.

At the Kirsha Training Centre, we installed a video control system all around the territory; and restored wooden garden houses and bridges across the streams.

SPORTS
FACILITIES

**DURING THE 2009/2010 SEASON,
THE SPORTS FACILITIES
DEPARTMENT MADE CURRENT
REPAIRS WITH THE TOTAL COST
OF UAH 2 MILLION 49 THOUSAND**

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The Academy in Makeyevka also made a series of repairs: they replaced the water-supply system, covered the roof with a metal grillage and further coated it with stainless steel sheets, installed heated up-to-date reservoirs for water storage. The court was disassembled and the grass sod was cultivated instead of it.

HIGH RESULTS WOULD HAVE BEEN IMPOSSIBLE WITHOUT PROFESSIONAL TEAM

ALEKSANDR ATAMANENKO Donbass Arena CEO

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What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– “To be one of Europe’s top clubs” – it is this goal as well as positive ambitions and reaching the result in every particular case that makes FC Shakhtar different from all the other clubs. As you may know, the second place does not exist for FC Shakhtar in football, and that is why the leadership and the winner’s thinking are crucial for everything: high results in sport, the perfect operation of the most modern stadium, implementation of cutting-edge information technologies and technical innovations, the highest level of service. To my mind, these ambitions help in achieving great success and motivate the enormous number of fans to become a part of the Club.

Which of the last year’s events made the greatest impression?

– There were plenty of events, some of them being only indirectly connected with football. As Donbass Arena is a multi-purpose structure, during the last season it hosted a great number of events of every type and scale. **Surely the most memorable one was the Grand Show dedicated to the opening. I dare say, it both changed the Ukrainian people’s vision of such presentations and received the world’s recognition after winning the nomination Event of the Year under Stadium Business Awards.**

Which game of the previous season was the most memorable for you?

– Among all the football matches, the most memorable game for me was the one against FC Dynamo last May. The emotionally charged atmosphere and Donbass Arena stands crowded with yelling and cheering fans are stuck in my memory, and I am sure, in the memory of everyone who was present there. **But the most pleasant impression was the game’s outcome – our victory, which made us the champions.**

DONBASS ARENA



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Which objectives did you manage to achieve and which ones still require time and effort?

– It’s not the first time that I’ve mentioned the so-called rule of three ‘S’ (safety, security, service). It defines all the requirements for sports facilities of Elite rating, like Donbass Arena, in terms of safety, security and service. We achieved a good level in ensuring each of these three elements. It was several times proved by UEFA experts while inspecting our stadium over the last season. **We will do our best to meet the requirements in the future and will never be satisfied with what we’ve achieved.**

DONBASS ARENA IS THE FOOTBALL STADIUM BUILT AND EQUIPPED IN COMPLIANCE WITH ALL THE UEFA REQUIREMENTS FOR ELITE ARENAS



ALEKSANDR ATAMANENKO
Donbass Arena CEO

2009 | 10

Multi-purpose arena

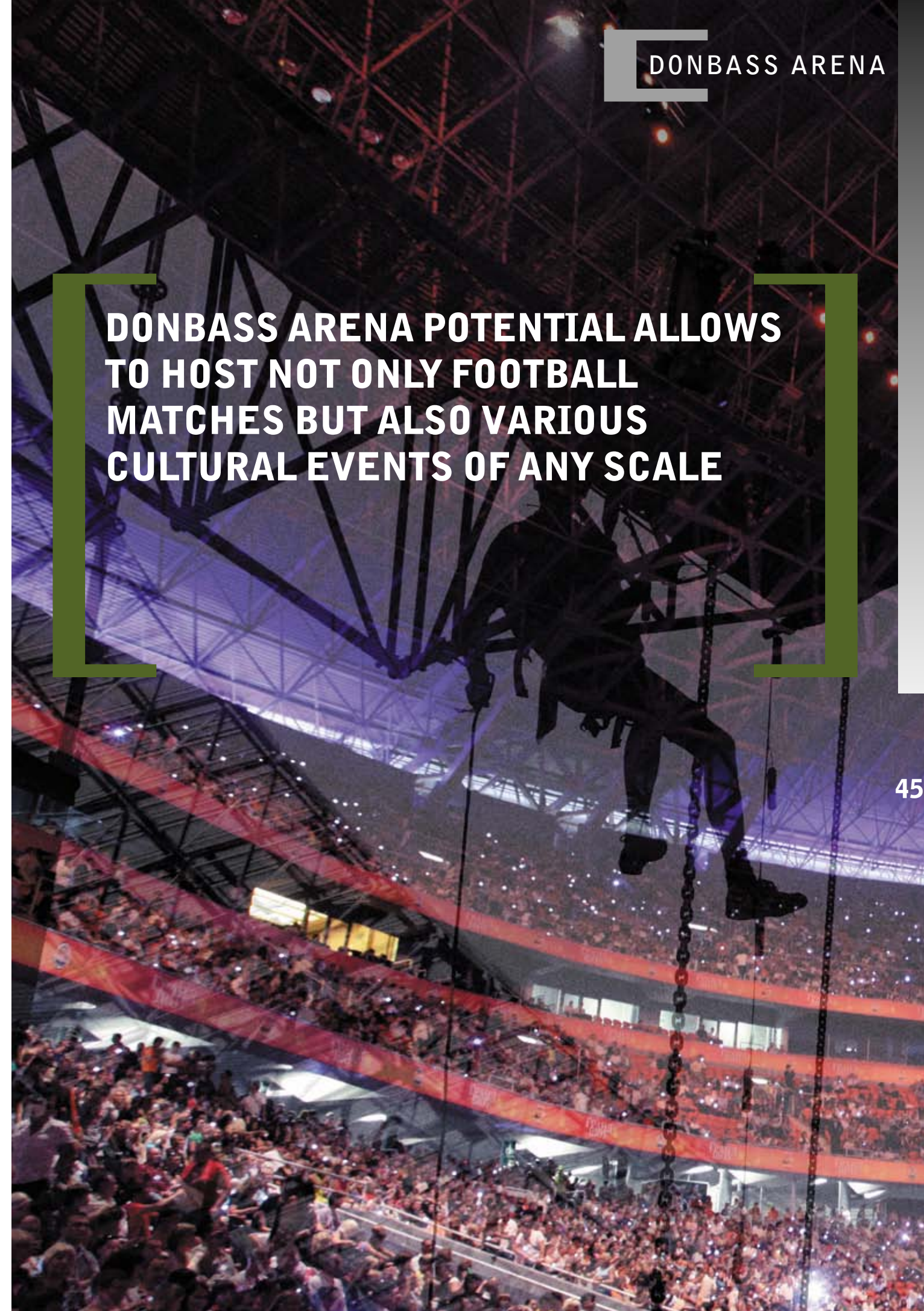
Donbass Arena is the football stadium built and equipped in compliance with all the UEFA requirements for Elite arenas. It is the all-purpose facility and its potential allows to host not only football matches but also various cultural events of any scale (from 100 to 50 000 people): from corporate meetings and conferences to concerts of the world's celebrities. Nearly 50 000 people visited the stadium's opening. 33 000 people gathered on Donbass Arena for the 80-s Hits concert on 30 May 2010. Arena offers lots of opportunities for various individual events: birthday parties, wedding celebrations, small conferences, business meetings. Special facilities have been designed for VIP-guests: separate receptions, restaurants and bars, corporate boxes.

Donbass Arena has a huge restaurant complex operating for its visitors and consisting of 53 fast food outlets, 3 restaurants, 4 bars, a lounge-bar and a fan café being served by the big up-to-date kitchen. Altogether the catering facilities occupy the area of approximately 20 000 square meters and the room capacity amounts to 50 000 people. The stadium sells more than 10 000 litres of beer during one football game.

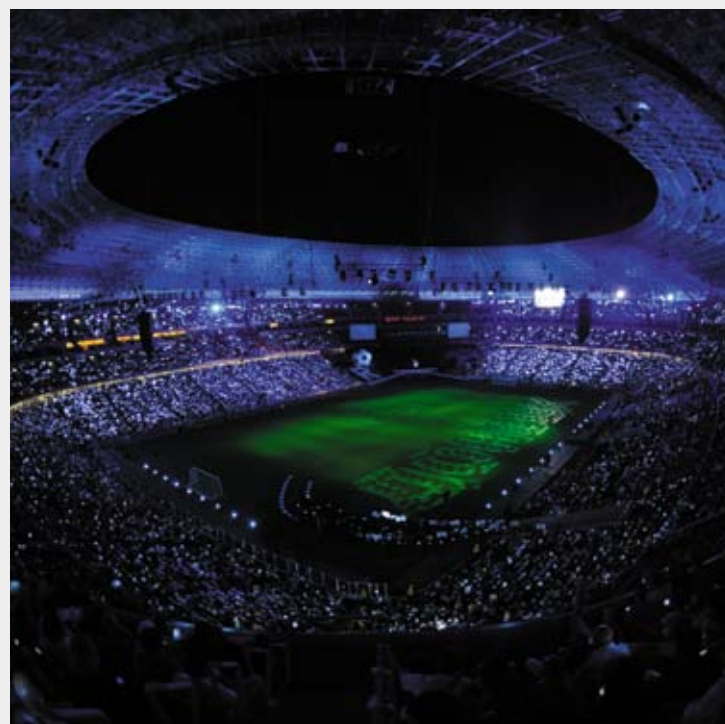
Donbass Arena has facilities for about 1 000 vehicles. There are several parking zones equipped for this purpose around and under the stadium.

Every day Donbass Arena offers tours around the stadium as well as visiting Fan Café, Fan Shop, fitness centre, Tribune Lounge, and FC Shakhtar museum.

DONBASS ARENA POTENTIAL ALLOWS TO HOST NOT ONLY FOOTBALL MATCHES BUT ALSO VARIOUS CULTURAL EVENTS OF ANY SCALE

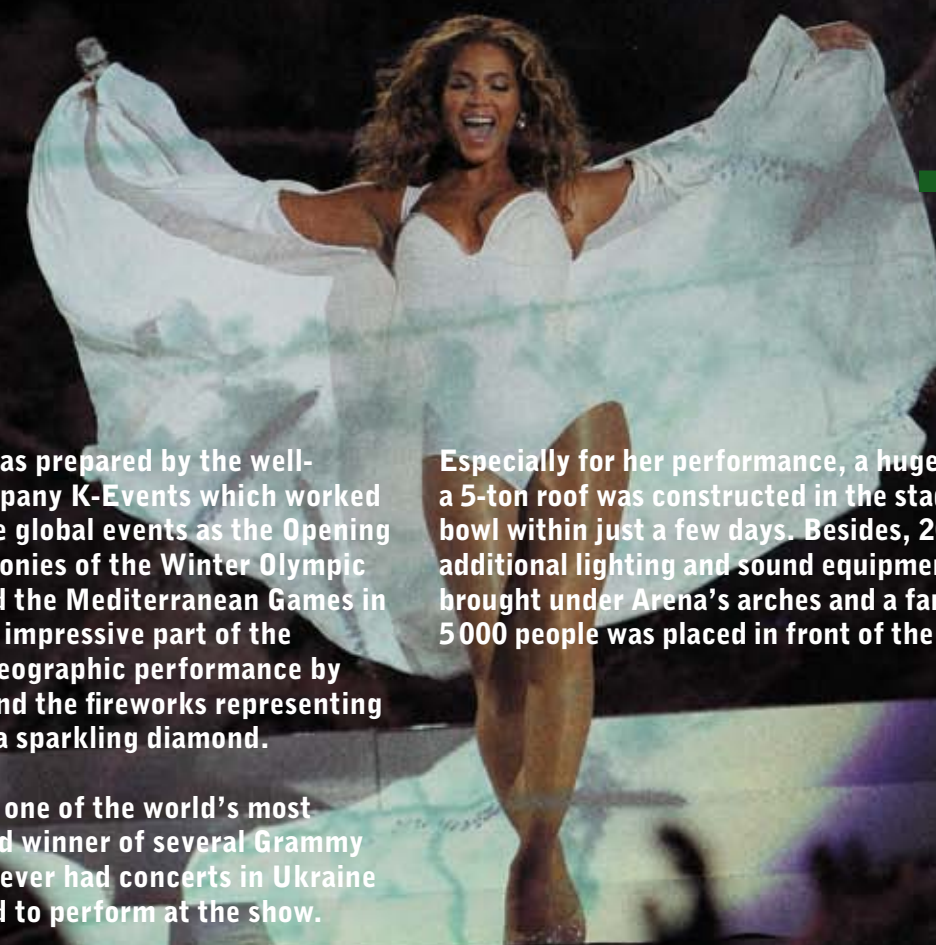


OVER 3 000 VIP-GUESTS
INCLUDING THE COUNTRY'S FIRST LEADERS
AND THE REPRESENTATIVES OF UKRAINIAN
POLITICAL ELITE VISITED THE CEREMONY



DONBASS ARENA

BEYONCE KNOWLES, ONE OF THE
WORLD'S MOST POPULAR SINGERS
WHO HAD NEVER HAD CONCERTS IN
UKRAINE BEFORE, WAS INVITED TO
PERFORM AT THE SHOW



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2009 | 10

Donbass Arena opening ceremony



The Grand Show – the triumphant opening of Donbass Arena – took place on 29 August 2009. It was prepared in the shortest possible time, on the highest level and in compliance with all the necessary safety requirements.

Nearly 50 000 people came to watch the Grand Show. The five-star stadium's facilities allowed to make everyone comfortable. The Grand Show was covered in mass media by almost 450 journalists from Ukraine, Russia, Italy, the Czech Republic, Romania, Poland, England and other countries.

Over 3 000 VIP-guests including the country's first leaders and the representatives of Ukrainian political elite, national and foreign sportsmen, artists and businessmen visited the ceremony. Especially for them, Donbass Arena's management arranged for charter flights from Kiev, Moscow and London, transfer to the stadium and back to the airport, hotel accommodations, special service and luxurious feasts in Arena's restaurants and separate VIP-zones. The Grand Show was followed by an afterparty with Ukrainian and foreign celebrities performing for 3 500 people.

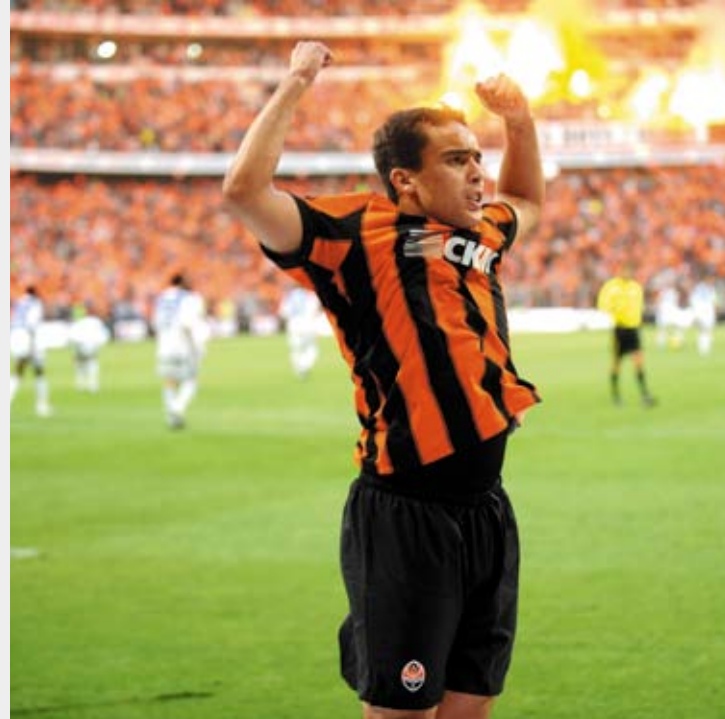
47

The Grand Show was prepared by the well-known Italian company K-Events which worked on such large-scale global events as the Opening and Closing ceremonies of the Winter Olympic Games in Turin and the Mediterranean Games in Pescara. The most impressive part of the show was the choreographic performance by 1 500 volunteers and the fireworks representing Donbass Arena as a sparkling diamond.

Especially for her performance, a huge stage with a 5-ton roof was constructed in the stadium's bowl within just a few days. Besides, 20 tons of additional lighting and sound equipment was brought under Arena's arches and a fan-zone for 5 000 people was placed in front of the main stage.

Beyoncé Knowles, one of the world's most popular singers and winner of several Grammy awards, who had never had concerts in Ukraine before, was invited to perform at the show.

JADSON SCORED THE MEMORABLE FIRST GOAL ON DONBASS ARENA



DONBASS ARENA

FC SHAKHTAR PLAYED
ITS FIRST HOME MATCH
ON THE NEW STADIUM
AGAINST OBOLON KIEV

48

2009 | 10

The first match



FC Shakhtar played its first home match on the new stadium against FC Obolon Kiev.

The outcome of the game was the clear-cut 4-0 victory of the hosts. Jadson scored the memorable first goal on Donbass Arena. Ilsinho, Kobin and Willian continued the fantastic succession of goals for 42 800 visitors.

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SUMMER 2004

On 31 August 2004, a project of new FC Shakhtar stadium was presented at the Donbass Palace hotel. The event was attended by the Club's management and various sports organizations of Ukraine, foreign specialists, as well as representatives of 47 mass media of Donetsk region, Ukraine, Russia and far-abroad countries.

SUMMER 2006

On 27 June 2006, a contract for construction of the new home stadium was signed between FC Shakhtar and the Turkish company ENKA.



Ground work started. While making a foundation pit of the future arena, about 460 000 cubic meters of soil was excavated.



SPRING 2007

The first part of reinforced concrete framing of the future Donbass Arena stands was erected in the stadium's north sector.

SUMMER 2007

Builders made additional reinforcement. They concreted supporting formwork system of the stadium, by underpouring over 160 000 m³ of concrete into the building frame.

SPRING 2008

Builders finished assembling the last bearing roof truss. The roof structure was mounted of 12 separate roof trusses each weighing approximately 60 tons. Roof covering started.



Glazing of the facade went on using 3 900 special multiple glazed units.

SPRING 2009

In April Shakhtar full squad visited Donbass Arena. The players and coaches planted a tree in the park. A luminous FC Shakhtar symbol was installed above the southern entrance. Lighting system was assembled. Builders finished covering the pitch with drainage and floodlighting layers.



29 AUGUST 2009
THE GRAND OPENING OF DONBASS ARENA

2004

The project was designed by the English company ArupSport which created the design of such stadiums as Manchester City (England), Allianz Arena (Germany) and Sydney (Australia).

2006



AUTUMN 2006

Construction site of the stadium took up 234 376 square meters. Builders started pile sinking in the southern sectors (3 248 piles were used for foundation).

WINTER 2006–2007

Mounting of the reinforced concrete framing of stands started. Donbass Arena specialists used special coggled beams to erect the stands.

2007



AUTUMN 2007

Winterizing works started. Builders finished concreting the stadium's supporting formwork system. The roof trusses mounting continued.

WINTER 2007–2008

Builders continued mounting the roof with the total metalwork weight of over 6 000 tons. Facade glazing works started.

2008

SUMMER 2008

Builders were busy mounting truss support.

AUTUMN 2008

On 23 September FC Shakhtar President Rinat Akhmetov unveiled the name of the stadium – Donbass Arena.

AUTUMN 2008

The pitch was covered with drainage layers and the pitch airing system was installed. Lighting equipment for concerts and shows was brought in and tested.

2009



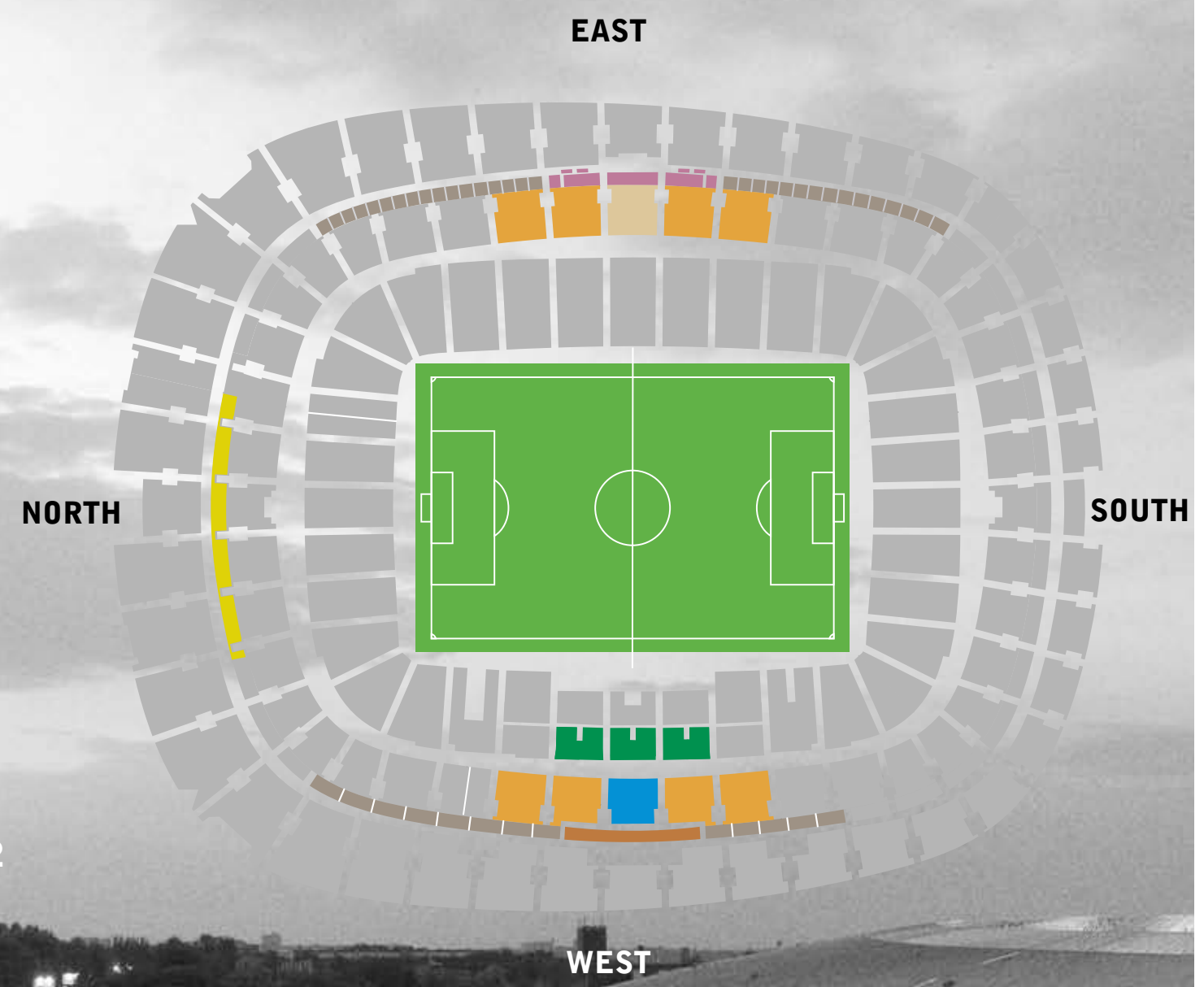
The installment of the stands in the stadium's bowl was finished.

SUMMER 2009

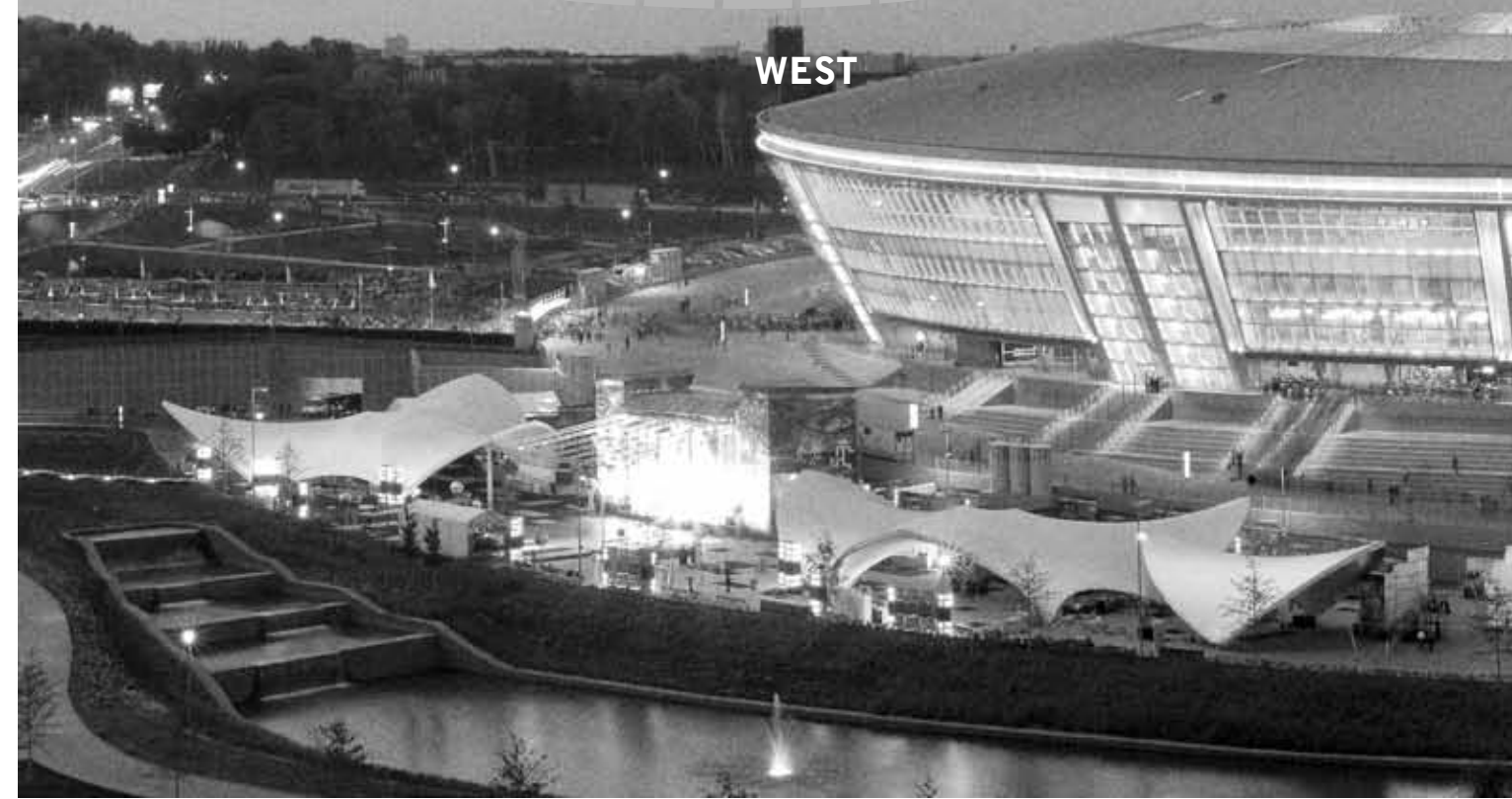
Natural turf was laid onto the pitch. Roof structure completed. A colossal granite Floating Football was placed at the southern entrance.

2009





-  **PRESIDENT'S BOX**
-  **MEDIA BOX**
-  **CORPORATE BOXES**
-  **CLUB SHAKHTAR FAMILY**
-  **BUSINESS CLUB**
-  **DIAMOND CLUB**
-  **CLUB 1936**
-  **TRIBUNELOUNGE**



The new FC Shakhtar office

In December 2009 – January 2010, most FC Shakhtar departments moved to Donbass Arena. By that time the stadium was completely finished and Shakhtar Family members could take up comfortable offices on Level 5.

Almost all Arena's and the Club's departments and services occupied the enormous territory of 1 522 sq. m. The offices of FC Shakhtar's President and Head Coach are also situated there.



The peculiarity of the new office is the special staff allocation system: except for department heads who have their own offices, the employees work in a large open-space area.



Infrastructure for media

The total area of media zone is over 1 500 sq. m. There are specialized rooms for journalists, photo reporters and interpreters, a bib distribution room, media café, first-aid post and toilet rooms available. This area is Wi-Fi enabled throughout.

Media box

It is situated in the centre of the West Stand on Tier 1. The number of seats provided to journalists for the Ukrainian Premier League matches amounts to 144. This total seating capacity can be increased to 1 159, 424 of them being for print media representatives, 432 for broadcast journalists, 168 for TV observers and 135 seats in 45 commentary positions for sports commentators. A part of the West Stand spectator seats can be easily transformed into 76 additional commentary positions. This number is absolutely enough for the Champions League final, requiring 100 commentary positions at the stadium.



Conference room

The room with total area of 283.2 sq.m for 180 seats with easy-to-use tables is perfect for professional TV and audio shooting. There is a top table for 6 or more presidium members, a special platform for TV cameras, a special conference system with the option of simultaneous interpretation into 5 languages, projection screen, 4 LCD TV screens for displaying video in any format.



Media Working Room

Journalists' working and relaxation rooms are located on the area of 352.8 sq. m. The Media Café and Bar are at the disposal of the mass media representatives to enjoy communication with colleagues and get back to work.



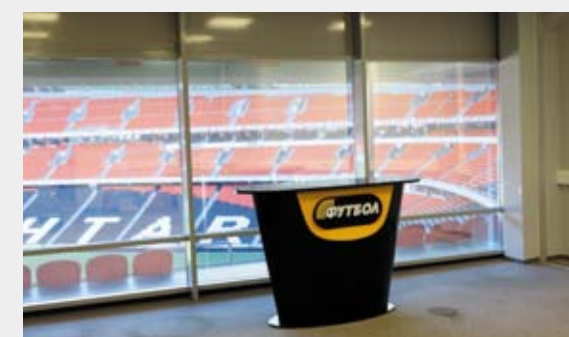
Mixed Zone

Situated on Level 1 at the entrance to the footballers' tunnel, the Mixed Zone occupies 200 sq. m. It was created to allow footballers of both teams to talk to mass media representatives after matches. It is the place where journalists can turn to the players for exclusive comments and ask them any questions. Premium-sponsors cooperating with FC Shakhtar have the opportunity to place their logos on a special banner.



TV Studios

Several TV studios are operating in Donbass Arena: 4 working studios (on Level 1) and 4 panoramic studios (on Level 5). The first four are adjacent to the Mixed Zone and are meant for brief radio and TV interviews, the rest are presupposed for pre-match reports and live match broadcast.



Flash Zones

Two flash zones are designed for the so-called flash interviews during the half-time break and after the final whistle.

2009 | 10

Corporate Boxes

Donbass Arena is the first stadium in Ukraine offering special conditions for fans who appreciate five-star comfort and prefer to watch a match or a concert on their own, with friends or colleagues. At their disposal there are 45 corporate boxes with the conjoint table and chairs, soft furniture, LCD monitor, bar, coffee-maker, serving room and toilet rooms inside and a balcony with soft arm-chairs to comfortably watch a match or a show. The Box can be rented for the period of one to five years.



Diamond Restaurant (Diamond Club)

The Diamond Restaurant is situated on Level 5 in the stadium's eastern sector. As a sign of high appreciation of FC Shakhtar outstanding coaches, the inimitable interior design was created to combine functionality with elegance and pure colours. The black-and-white photos of famous FC Shakhtar trainers are used for decoration. The restaurant also offers the magnificent view onto the pitch which one can see right from its windows.



Platinum Restaurant (Club Shakhtar Family)

The Platinum Restaurant is situated on Level 4 in the stadium's western sector. Here one can feel the team's "family spirit". This is the only place where you can see the best family photos from the footballers' family albums which have never been published. The restaurant's design features decoration in the Club's colours.



Gold Restaurant (Business Club)

The Gold Restaurant where FC Shakhtar Business Club members meet is situated on Level 4 in the stadium's eastern sector. Its interior decoration is devoted to the Club's golden trophies. The restaurant's atmosphere resembles a lobby-bar in a five-star hotel or a VIP-club at a European airport.



Silver Bars (Club 1936)

The Silver Bars are represented by four big rooms on Donbass Arena's Level four with two of them being in the stadium's western sector and the other two in the eastern sector. The restaurant's atmosphere is democratic and relaxing, the menu is offered in English pub style and the interior combines silvery colours and stylish banners with FC Shakhtar photos of different periods.



2009 | 10

President's Box

This is where FC Shakhtar President and other clubs' presidents, FFU leaders, UEFA representatives and other guests watch the matches. The President's Box can accommodate 80 people, it is situated in the stadium's western sector above the media box and has two direct outlets to the stadium's stands. The area of the President's suite including the box, the conference room and other facilities is 426 sq. m.



Restaurants

The reorganization project was launched to make Donbass Arena restaurants even more comfortable and attractive for visitors. Each of them was to gain its unique and striking look through the new design concept. At present all the restaurants are operating only on the match days and are open for the owners of the respective season tickets categories.



Parking Zones

Five parking zones of Donbass Arena can accommodate 947 fans' vehicles. Specialized parking zones are allocated for people with disabilities and movable television studios. Underground parking allows to park 245 cars.



Park

The design philosophy of Donbass Arena Park was based on the concept of Donetsk Diamond, which means the Park had to be a kind of setting for the precious diamond-stadium. The concept was implemented by the German company Fagus. The Park's area covers 25 hectares with 13 hectares being the total green lawn area. 77 000 plants were planted in the park.



One of the most interesting places in the Park is the Rock Garden. The object of landscape design which is absolutely new for Donetsk occupies the area of 2 300 square meters. Lots of stones with diameter of 0.5–1.5 m and the total weight of about 1 200 tons are located in the lowland and highland parts of the garden. 165 paths and 75 granite steps connect the garden's stone zones with each other.



The new recreation area has a sight to see – it is the world's biggest fountain ball made of granite which has turned into one of Donetsk football symbols. The giant ball with the weight of 28 tons was made of special Tittlinger granite by German masters. Its diameter is over 2.7 m. Despite the big size, it looks exactly like a classical football. The grey parts of the ball are made of polished granite and the black ones were blasted with sand wheel and covered with acryl. There is a picture of a terricone and a footballer scoring the goal. The picture symbolizes the strong miners' spirit and the connection between the generations of FC Shakhtar fans.

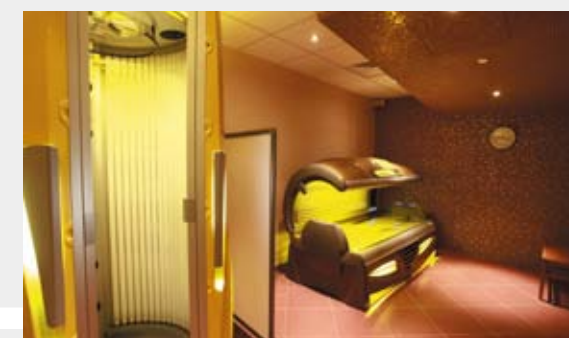


Fresh Fitness Centre

The Fresh Fitness Centre is a huge sports and health complex with an up-to-date gym, boxing and mountain skiing sections, fitness halls, pilates and martial arts, solarium, sauna and rooms for sport and recreational massage.



There is a diagnostics room equipped with professional fitness-test and cardioscanner; fitness-bar with the view onto the park area and even a children's club with locker rooms, specialized equipment for development of coordination, agility and posture alignment.



Ultramodern gym with professional equipment of the world's leading brands (Hoist, Precor, Panatta) is the pride of the Fresh Fitness Centre. The latest scientific achievements in biomechanics were taken into account in the Centre's design.

The gym's area of 700 sq.m. allows allocation of the equipment for training all groups of muscles.



OUR IMMEDIATE GOAL IS TO BECOME FOOTBALL BRAND NO. 1 IN EASTERN EUROPE

CLUB'S IMAGE

YURIY SVIRIDOV head of marketing & communications department

What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– I agree with the opinion of Anatoliy Byshovets who once said that **the specific feature that distinguishes FC Shakhtar and its President is the ability to achieve the impossible**. It can be referred to winning the UEFA Cup, to the construction of Donbass Arena, and on the whole to the Club's well-developed infrastructure. To achieve the impossible is the essence of our Club's brand.

Which of the last year's events made the greatest impression?

– The opening ceremony of Donbass Arena has no rivals, of course. It was a long-anticipated event for me personally, due to my specific attitude to stadiums. In 2006, when there was nothing in the park except the foundation pit enclosed with a fence, I looked over the enclosure and couldn't imagine that sooner or later there would be a stadium. At the construction stage, I used to walk around Donbass Arena, every day watched the online broadcasting from the web camera installed on the mast of the Olympiyskyy stadium... **At the opening ceremony it was hard to believe that the stadium had been completed and that it was in Donetsk, not somewhere in the Western Europe.**

Which game of the previous season was the most memorable for you?

– The last five minutes of the game against Dynamo that brought us the champion's title stuck in my memory. On the match pinnacle when Jadson was going to shoot a penalty kick I felt the growing wave going from the overcrowded stadium, this sound when Arena just roared, and decibels went off scale. Those were the minutes of the highest emotional uplift, all were on their feet looking at the pitch, including the fans who were rather passive at the start and accidental spectators. Jadson missed but luckily we won that match. When the game was over, it took me a long time to make myself leave the stadium – after such excitement it seemed that if I left the wonderful feeling would fade.

Which objectives did you manage to achieve and which ones still require time and effort?

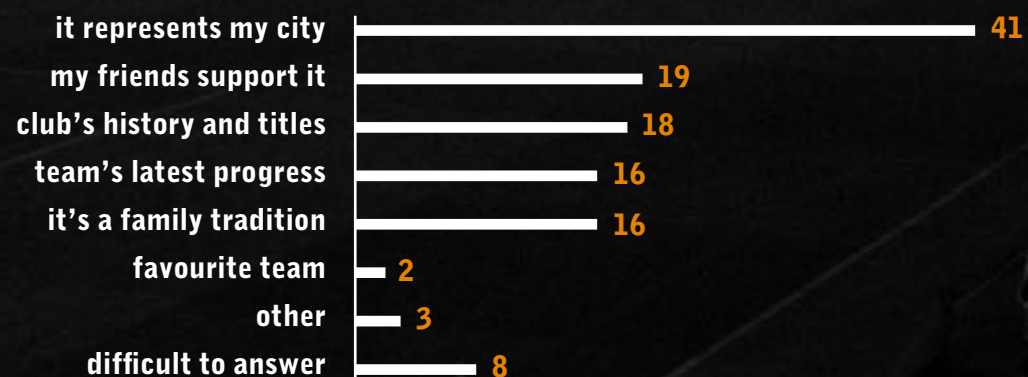
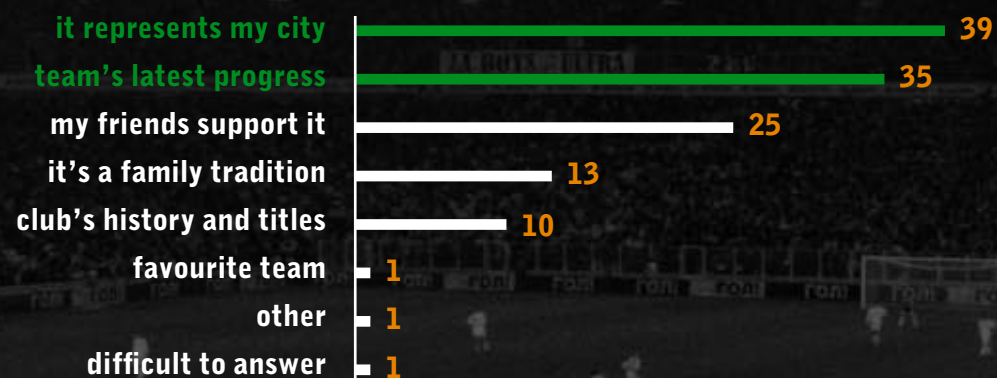
– Speaking about the Club's image, I should say that without any doubts today Shakhtar is the most dynamically developing football brand in Ukraine. I am also quite sure that the ultramodern Donbass Arena will create additional value for the brand and enhance the image of FC Shakhtar as the most popular club in Ukraine. Our immediate goal is to nail down the success and to stretch our lead from the rivals. Next year we must use every effort so that no one will have any doubts that Shakhtar is the best club in Ukraine. **Our next goal will be to further our success in the Eastern Europe.**



FC Shakhtar pays much attention to surveying their fans' opinions and attitudes to the Club. Opinion surveys on different issues regularly take place at the stadium. Collected data help the Club's managers to make decisions and assess the employees' work and projects' efficiency. At the end of the past season R&B company made a survey of the football environment in Ukraine.

PEOPLE ROOT FOR SHAKHTAR BECAUSE OF THE CLUB'S SIGNIFICANT PROGRESS

What really stands out among the surveys, is the findings on the reasons why fans root for their football club. The most frequent reason appeared to be "because the Club represents my city". For that reason, 39% of the Club's fans root for Shakhtar. Just a little fewer fans (35%) said they rooted for the orange & black players because of "the team's latest progress".

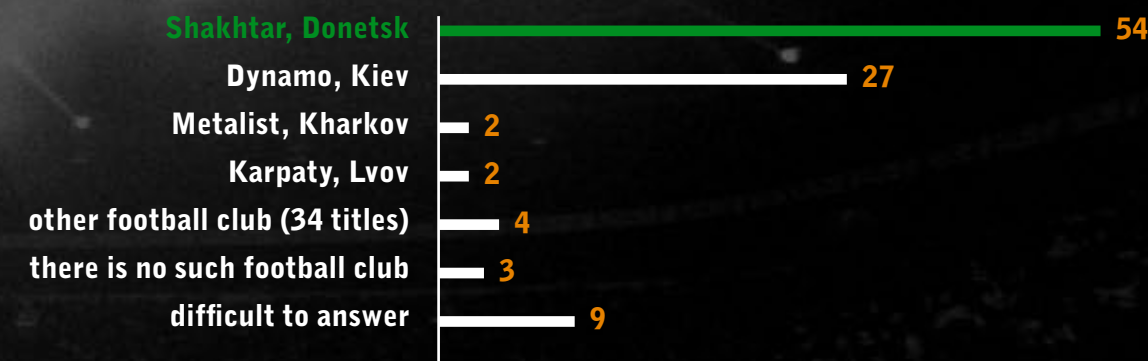


Football Fans of Ukraine

Ratio of reasons why people root for a certain football club, %, to the number of the surveyed
Source: Football Fans of Ukraine, 2010, Research & Branding Group

SHAKHTAR IS THOUGHT AS THE MOST POPULAR CLUB

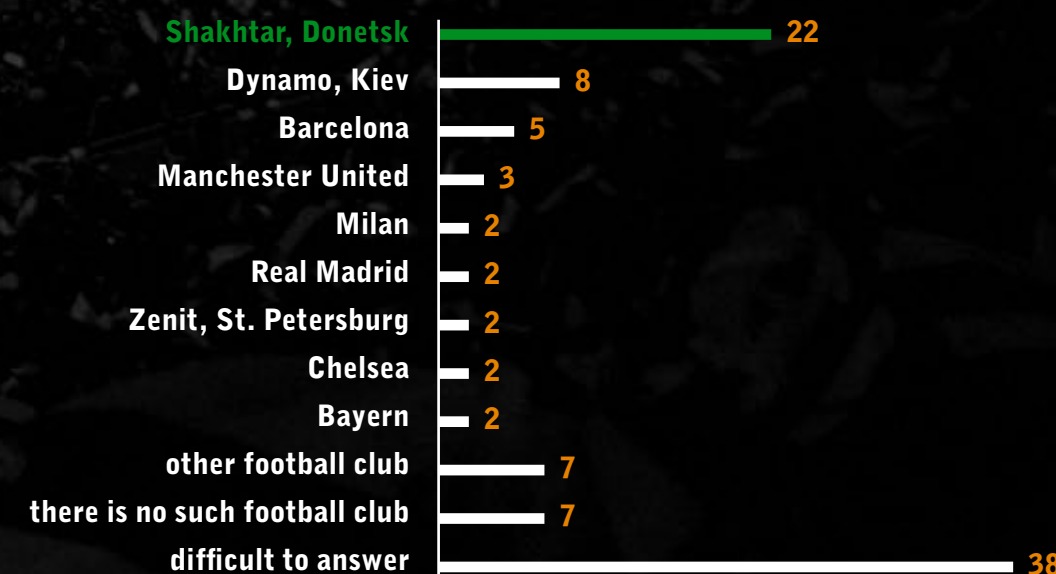
54% of the surveyed fans consider Shakhtar to be the most popular club in Ukraine. FC Shakhtar is also thought to be the most popular club in all three age categories: 16-30, 31-45, and 46-60.



Ratio of fans' opinion on what football club is the most popular, %, to the number of the surveyed
Source: Football Fans of Ukraine, 2010, Research & Branding Group

SHAKHTAR IS THOUGHT AS THE MOST POPULAR CLUB IN EASTERN EUROPE

At the time of the survey, 22% considered Shakhtar, Donetsk to be the most popular club in Eastern Europe, 8% preferred Dynamo and 5% of the surveyed consider Barcelona to be the most popular club in Eastern Europe.



Ratio of fans' opinion on what football club is the most popular in Eastern Europe, %, to the number of the surveyed
Source: Football Fans of Ukraine, 2010, Research & Branding Group

ATTENDANCE OF FC SHAKHTAR HOME GAMES UNDER THE NATIONAL CHAMPIONSHIP WAS THE HIGHEST AMONG THE UKRAINIAN PREMIER LEAGUE CLUBS, AS BEFORE



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Last matches on RSC Olympiyskiy stadium

In the past season Shakhtar played four games on its former home arena, RSC Olympiyskiy stadium. Two of them were under the qualification round of the Europa League. The game against Timisoara (Romania) which ended in a draw 2–2, attracted around 18 000 people to the stadium. Approximately the same number of fans came to support our team in its duel with Sivasspor (Turkey) which Shakhtar confidently won 2–0.

Matches of the National Championship were visited by 24 000 spectators: 10 500 people came to watch the game against Kryvbas (Shakhtar's 3–0 win) and 13, 500 visitors were present at Donetsk derby of Shakhtar and Metalurh (host team won 4–1). In total, around 60 000 people attended the last matches played by the team on RSC Olympiyskiy stadium.

Match attendance

In season 2009/2010, the attendance of FC Shakhtar home games under the National Championship was the highest among the Ukrainian Premier League clubs.

With the opening of Donbass Arena which offered more comfortable conditions and allowed a greater number of fans to watch football battles, the average attendance of the Ukrainian Championship matches in the last season increased and amounted to 27 324 people.

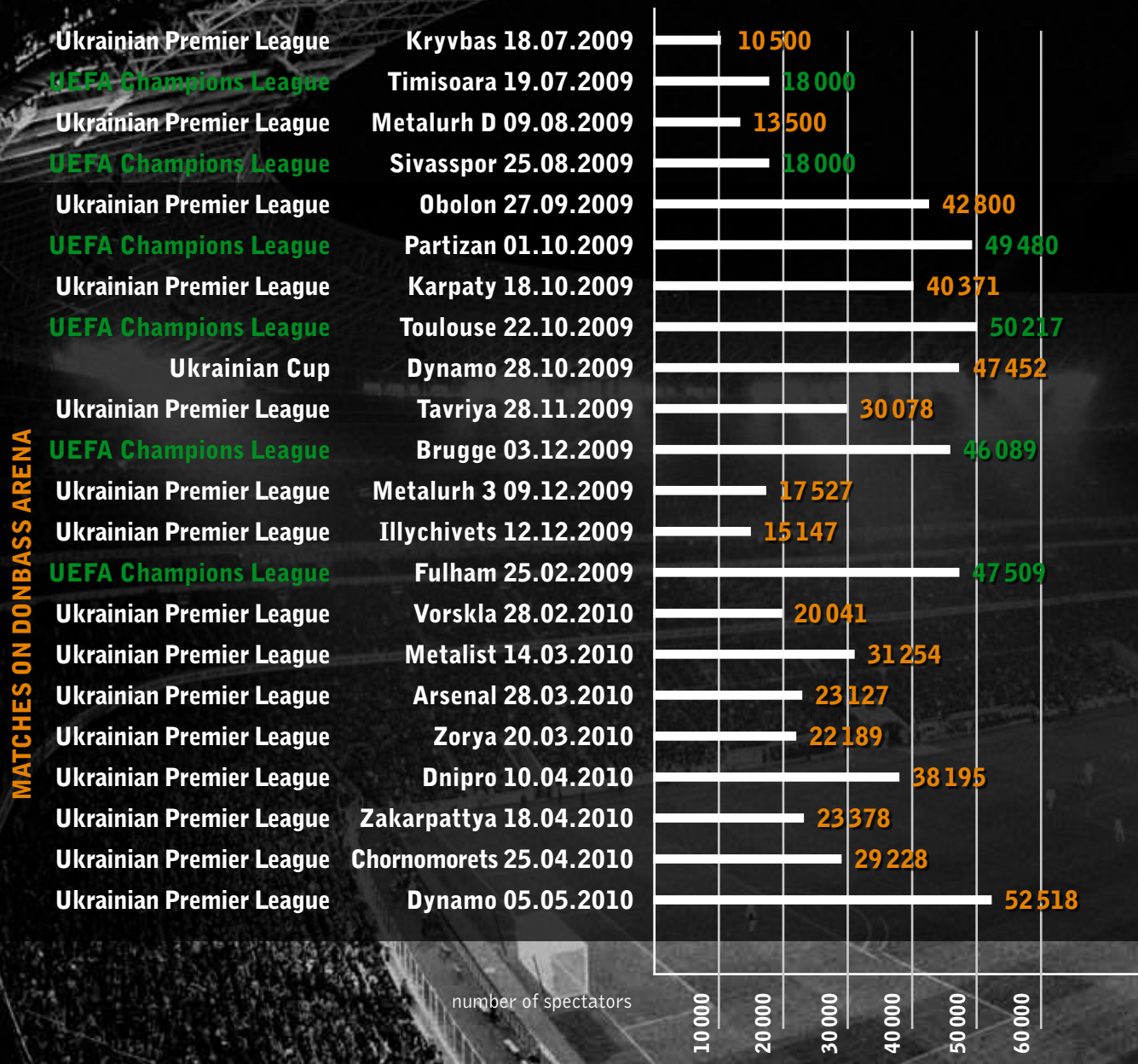
The greatest number of spectators, 52 518 people, came on 5 May 2010 to watch the final match of the season when Shakhtar beat Dynamo and became the champion of Ukraine 2009/10.

FANS

THE GREATEST NUMBER OF SPECTATORS, 52 518 PEOPLE, CAME ON 5 MAY 2010 TO WATCH THE FINAL MATCH OF THE SEASON WHEN SHAKHTAR BEAT DYNAMO AND BECAME THE CHAMPION OF UKRAINE 2009/10

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The attendance of FC Shakhtar home games in season 2009/2010



The attendance of Ukrainian clubs matches in season 2009/2010 (only Ukrainian championship games)
Source: Premier League statistics



NUMEROUS CLUBS – FAMILY CLUB, SCHOOL CLUB, PARA-FAN CLUB AND OTHERS – MOVED TO THE NEW STADIUM AFTER DONBASS ARENA OPENING



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Fans' support

Shakhtar fans are extraordinary. In all weathers, rain or shine, they come to support their favourite team even if it is a non-rating game, because they understand how important it is for the football players to have the stadium full to capacity. It's nice that new people who have never attended any matches before, become regular stadium goers. We, in our turn, do our best to make the spectators enjoy the games and to meet everyone's requirements.

Numerous clubs – Family Club, School Club, Para-fan Club and others previously located on Olympiyskiy – moved to the new stadium after Donbass Arena opening. Modern arena has opened new possibilities for more comfortable game-watching and allowed to implement many challenging projects unprecedented for Ukraine.

Modern Donbass Arena sectors provided new possibilities for the realization of the fans' long-held suggestions. It gave full scope to imagination and in the last season 'ultras' gave a lot of interesting performances which emotionally charged the whole arena. Thus, for the first time ever the whole stadium sang a famous local miner song before the memorable duel with Dynamo. During the same game and at the match against Dnipro, long orange drapes and enormous banners, real fan-art masterpieces, were stretched over the stands.

We should add that in next season 2010/2011, the Fan Stand which has enclosed ten sectors (107–116) instead of two, is awaiting all the active fans on Donbass Arena.

FANS

2 289 PEOPLE (AT THE UKRAINIAN
CHAMPIONSHIP GAMES ONLY)
SUPPORTED THE TEAM
DURING AWAY MATCHES
IN THE LAST SEASON

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Our team wasn't left without fans' support even when far from home. In the last season 2 289 people (at the Ukrainian championship games only) supported the team during away matches.

OVER SEASON 2009/2010, THE CLUB INVESTED AROUND UAH 8 MILLION INTO IMPORTANT SOCIAL PROJECTS AND CHARITY

2009 | 10

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Football is one of the brightest manifestations of a man's sports genius. It requires physical devotion as well as invincible will, developed mental power and readiness to sacrifice personal interests to the team's victory. Besides, coming onto the pitch in front of thousands of fans and millions of TV viewers among which there are many children, any football player is conscious of his responsibility: his personal example can influence the formation of these people's human values.

Shakhtar players try to meet children from fan-sections, schools, orphanages as often as possible not only to grant them a meeting with their idol, but also to tell them that to achieve high sports results, one needs to study well, work hard, take care of one's health, to be honest and persevering.

FC Shakhtar is a socially responsible structure which is aware of the need to participate in the citizens' life improvement and resolution of acute social problems.

In total, over the season 2009/2010 the Club invested UAH 8 million into important social projects and charity. During the season 2009/2010, the Club was actively engaged in all the areas of its social policy: promotion of healthy lifestyle, charity, land improvement, education and practical training, social integration.

Healthy lifestyle promotion

School Club

The main project objective is to promote sport among secondary school children of Donetsk and Donetsk Oblast, to organize their free time by giving them the possibility to attend football matches on special terms.

CORPORATE
SOCIAL
RESPONSIBILITY

FC SHAKHTAR IS A SOCIALLY RESPONSIBLE STRUCTURE WHICH IS AWARE OF THE NEED TO PARTICIPATE IN THE CITIZENS' LIFE IMPROVEMENT AND RESOLUTION OF ACUTE SOCIAL PROBLEMS

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In 2009 the School Club which moved to Donbass Arena, expanded. More than 4,5 thousand children attended the stadium with individual season tickets bought at special discounts. Over this period, 64 055 school children attended home matches of Shakhtar. Young School Club fans came to matches of the Ukrainian Championship and the Ukrainian Cup in specially provided vehicles. Ten sectors of Donbass Arena northern stand were segregated from others and provided for their disposal. These sectors have tightened medical aid and security measures; besides, separate fast-food outlets with diversified menu operate in these sectors.

The Cup of Shakhtar

The main objective of the tournament is to promote healthy lifestyle and excite serious interest in football. This mini-football championship has been held since 2006 and boys aged 9–10 from all 140 schools of Donetsk can take part in it.

One of our main achievements is the happiness in the eyes of the kids who played in the final game for the Cup of Shakhtar on the genuine "adult" pitch of Donbass Arena. Of course, it was a super holiday for them: they got ready for the match in the players' locker rooms, went out through the tunnel; their team's squad was announced; screens, judges and journalists worked to the utmost. The final was bright and exciting. The champion team got the challenge cup, golden medals and also memorable prizes from FC Shakhtar.

ALL SHAKHTAR PLAYERS CAME TO THE MATCH AGAINST ILLYCHIVETS WEARING 'SAY NO TO ORPHANHOOD' T-SHIRTS



CORPORATE
SOCIAL
RESPONSIBILITY

THE PROMOTIONAL EVENT WAS SUPPORTED BY SHAKHTAR CAPTAIN DARIJO SRNA WHO BOUGHT 920 TICKETS FOR CHILDREN DEPRIVED OF PARENTAL CARE

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Charity

“Say No to Orphanhood”

FC Shakhtar does active charity work aimed at promoting national adoption, foster care and family building, as well as keeping a child in his or her biological family. On 12 December 2009, Donbass Arena hosted a charity match between Shakhtar Donetsk and Illychivets Mariupol. All the funds raised from the ticket sale were given to fight orphanhood in Ukraine.

This charity campaign was initiated by the Foundation for Development of Ukraine jointly with FC Shakhtar. Taking into account the special status of the game, all Shakhtar players came to the match against Illychivets wearing ‘Say No to Orphanhood’ T-shirts, and those who bought the tickets got special presents.

The promotional event was supported by Shakhtar captain Darijo Srna, who bought 920 tickets for children deprived of parental care. Thanks to his sponsor support, the game was attended by orphaned schoolchildren from seven towns of Donetsk oblast: Amvrosiyevka, Mariupol, Nikolayevka, Chasov Yar, Ulegorsk, Snezhnoye and Svyatogorsk.

Social integration

“Para-Fan Club”

For the purpose of social integration of disabled people, the Club has developed Para-Fan Club project and launched it on Donbass Arena along with the football season. We did our best to create special conditions for game-watching: 104 positions and seats for people with disabilities and 92 for their carers, a separate ticket office

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and special convenient approaches. There are free and discounted game tickets for such fans, discounts in the official FC Shakhtar shop, discounts on food items in Donbass Arena fast-food outlets and a special reduced price for a guided mini-tour around the stadium and FC Shakhtar museum.

St. George Ribbon

In memory of the great deeds of the Great Patriotic War, veterans’ promotional event St. George Ribbon took place at the last match of the season. The promoters dressed in special vests printed with the slogan ‘65 years of the Great Victory!’ handed over orange and black ribbons to every fan that came to support Shakhtar in its game against Dynamo. On the eve of the Victory Day, Donbass Arena guests could thank veterans for their heroic struggle by wearing this symbol of military valour.

THE PROJECT OF DONBASS ARENA PARK IMPROVEMENT HAS BECOME A GREAT CONTRIBUTION INTO ENHANCEMENT OF CITIZENS' LIVING CONDITIONS



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Land improvement

Donbass Arena Park

The project of Donbass Arena park improvement has become a great contribution into enhancement of the citizens' living conditions. Its purpose is not only a bright setting for 'the stadium-diamond', but also the largest recreational centre open daily for citizens and guests of Donetsk.



The total area covered by the park is 25 ha, 13 ha out of which is the total green lawn area. 77 000 different plants grow in the park; the area also features the Rock Garden, a pond with waterfalls and dynamically lit fountains. In season 2009/2010, the park expenses amounted to more than UAH 5 million.

Education and practical training

The players' meetings with schoolchildren

The Club organized various interesting activities to support children's love for the football, to underline respect for all the categories of Shakhtar fans regardless of their age, and also to inspire kids with the players' personal example.

CORPORATE
SOCIAL
RESPONSIBILITY

CHILDREN ACTED AS JOURNALISTS AND DARIJO SRNA AND RUSLAN FOMIN ANSWERED THEIR QUESTIONS

For instance, Donbass Arena hosted the FC Shakhtar History Olympiad and a press-conference for 150 participants of the School Club project who got maximum bonuses at the end of the last season. The children acted as journalists and Darijo Srna and Ruslan Fomin answered their questions.

Other Shakhtar players, Jadson and Razvan Rat, conducted a master-class for the best fan-section of the project (School No.8 of Makeyevka). Not only did they show how to play, but they also played with kids as their team captains. This unusual mini-match took place on the inflatable rubber pitch with artificial turf which was located near Donbass Arena.

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SHAKHTAR IS THE CLUB THAT KNOWS HOW TO MAKE WISHES COME TRUE

ALEKSANDR CHERKASOV secretary general

76

What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– Shakhtar is the club that knows how to make wishes come true.

Which of the last year's events made the greatest impression?

– Last season will be remembered for several remarkable moments in Shakhtar history: winning the fifth champion title and along with it (for the first time) the right of automatic entry to the group stage of the UEFA Champions League, the grand opening ceremony of Donbass Arena, the match for the UEFA Super Cup against Barcelona in Monaco...

On the background of these great events, I would point out the September match against Obolon, as it was the first football game on Donbass Arena. Being at the stadium evoked larger-than-life emotions, it was fantastic.

Which game of the previous season was the most memorable for you?

– It was the Round 25 match against FC Karpaty in Lvov. Why this game? During the spring championship, Karpaty beat all the leading teams on their home pitch – Metalist, Dnipro, Dynamo. Ravingly supported by the stadium, overcrowded with fans, Karpaty fought for every ball on every part of the pitch, struggled up to the last second... This victory let us keep diarchy in the standings and in fact opened the way to the champion title.



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What objectives did you manage to achieve and which ones still require time and effort?

– During the break of one of the recent meetings of the European Club Association (ECA), the head of an Eastern European club that had entered the group stage of the UEFA Champions League in the past season, came up to me. He said a short but meaningful phrase: 'Are you from Shakhtar, Donetsk? We want to be just like you!' It can be definitely considered as our achievement. But we should never forget that achieving the goal is only the beginning of a new road. The most important thing is what lies beyond what's been done.

FC SHAKHTAR HONOURS ITS HISTORY AND PAYS TRIBUTE TO EVERYONE WHO CONTRIBUTED TO ITS FAME



ALEXANDR CHERKASOV
secretary general

2009 | 10

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Care of veterans

As regards the work with former team players – veterans – Shakhtar is the leader among Ukrainian football clubs. Former Shakhtar players can count on the club's help in any of their everyday problems. One of the main areas of the club's care of veterans is their employment in the structure of FC Shakhtar. Former players use their knowledge and skills for scouting and training at the Club Academy. Their experience and authority are of great importance in bringing up young generations.

FC Shakhtar honours its history and pays tribute to everyone who contributed to its fame.

The distinguished veterans, now 19 of them, receive special allowances. Special attention is paid to honouring the heroes of anniversaries. Besides, those in need are provided with rest and recreation in sanatoriums, necessary medicine and household assistance.

Shakhtar veterans take part in different social activities. Guided tours on Donbass Arena, where the guides are former Shakhtar football players, are especially popular among the fans. In season 2009/2010, our veterans took part in the grand opening of Donbass Arena, communicated with the workforce of Yenakievo Metallurgical Works and Avdeyevka Coke Plant, and also held a number of exhibition matches.

SHAKHTAR VETERANS TAKE PART IN SOCIAL ACTIVITIES

Victory everywhere

It is pleasant and honourable that over season 2009/2010 the Shakhtar-Veterans team proved successful on the football pitches and won the Ukrainian Championship and the Ukrainian Cup. It is very important and honourable that Shakhtar veterans won the Starukhin Memorial despite the fact that much younger teams participated in this championship. Besides our veterans took a serious approach to the match for the Ukrainian Super Cup 2009/2010 and consequently won a hard 3–1 victory over Bastion, Nikolayev.

Organizers of the non-official European Championship among the veterans, which is annually held in Cannes, invited the Shakhtar-Veterans team as well. It is very likely that the Club will accept the invitation.

The team of Shakhtar veterans aged 35 and older is involved in various tournaments all the year round: in summer and autumn in the Ukrainian Championship and the Ukrainian Cup, from 1 October in the winter Donetsk Championship, in spring in the Vitaliy Starukhin Memorial. So our veterans play at least four games per month.

But every time Shakhtar strives for the victory everywhere and over any rival.

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EVERYTHING WE MANAGED
TO ACHIEVE WE OWE TO EVERY EMPLOYEE,
TO FOOTBALL PLAYERS AND COACHES

DMITRIY KIRILENKO commercial director

80

What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– That we achieve the set goals, **'redefining boundaries and standards of football excellence'**.

Which of the last year's events made the greatest impression?

– I recall the start of FC Shakhtar's Premium Fan Shop, which became the biggest shop opened by the football club together with Nike and located right at the stadium. Its area is 490 sq. m. and even though there is a bigger one in Barcelona, their shop is a separate building. The Fan Shop at Donbass Arena appears to be beautiful, functional, with perfect product presentation and collection, able to satisfy all fans' needs in souvenirs, club sportswear and accessories.

Which game of the previous season was the most memorable for you?

– The one I remember best is the home match against Dynamo, which took place on 5 May, because it was the absolute attendance rate record: over 52 000 people. **It is important for me that during that match we discovered the great potential of our Club in fans attraction: people didn't come to see Dynamo play, but to support Shakhtar.**

COMMERCIAL ACTIVITY



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Which objectives did you manage to achieve and which ones still require time and effort?

– **We sold more than 17 500 season tickets over season 2009/2010, which became a record for the commercial activity in this field among the CIS clubs.** Our average attendance made up 27 000 spectators, moreover, we are planning to further increase this figure: our aim is to reach the rate of 33–35 000 fans at every match.

THE NEW KIT HAS BECOME NOT JUST SPORTSWEAR, IT IS A MESSAGE COMMUNICATING THE TEAM'S MAIN VALUES AND TRADITIONS



DMITRIY KIRILENKO
commercial director

2009 | 10

FC Shakhtar's profit from commercial activity over season 2009/10 has significantly increased as compared with the previous football year (the increase made up almost 80%). New possibilities for making profit appeared with the opening of Donbass Arena. The new stadium allowed to increase the number of seats for season ticket holders and improve the quality of services provided to them, which, in its turn, positively contributed to the Club's profit.

A totally new type of activity emerged for the Club – the sale of corporate boxes, the benefit from which makes up approximately one third of the total commercial activity outcome.

New kit

On 16 July 2009, FC Shakhtar together with its technical sponsor Nike presented a new kit in the conference hall of Donbass Arena. The team was going to play in it in seasons 2009/2010 and 2010/2011.



COMMERCIAL ACTIVITY INCOME

	SEASON 2008/2009	SEASON 2009/2010
SPONSORSHIP AND ADVERTISING	44,7	47,2
TICKETS AND SEASON TICKETS	11,6	26,1
CORPORATE BOXES	0,0	33,6
CLUB'S FAN ACCESSORIES	10,6	18,4
TV BROADCASTING RIGHTS	5,9	3,8
TOTAL	72,8	129,1

Million UAH

Before designing the new kit, Nike specialists learned the club's history, mission, structure, and they presented their offer based on the serious analysis of this information. It is possible to say that the new kit with black and orange stripes has become not just sportswear; it is a message communicating the team's main values and traditions.

The kit for season 2009/2010 possesses impressive technical and qualitative characteristics. It is designed so that the moisture will go out and will not remain on the T-shirt, which, as a matter of fact, weighs 176 g and is the lightest among its likes at the moment.

OVER THE PREVIOUS SEASON
MORE THAN 205 000 PEOPLE
VISITED FAN SHOP OF FC SHAKHTAR
AT THE ARENA



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Merchandising

The opening of the biggest football club fan shop in Ukraine and Eastern Europe is connected with the opening of the stadium Donbass Arena.

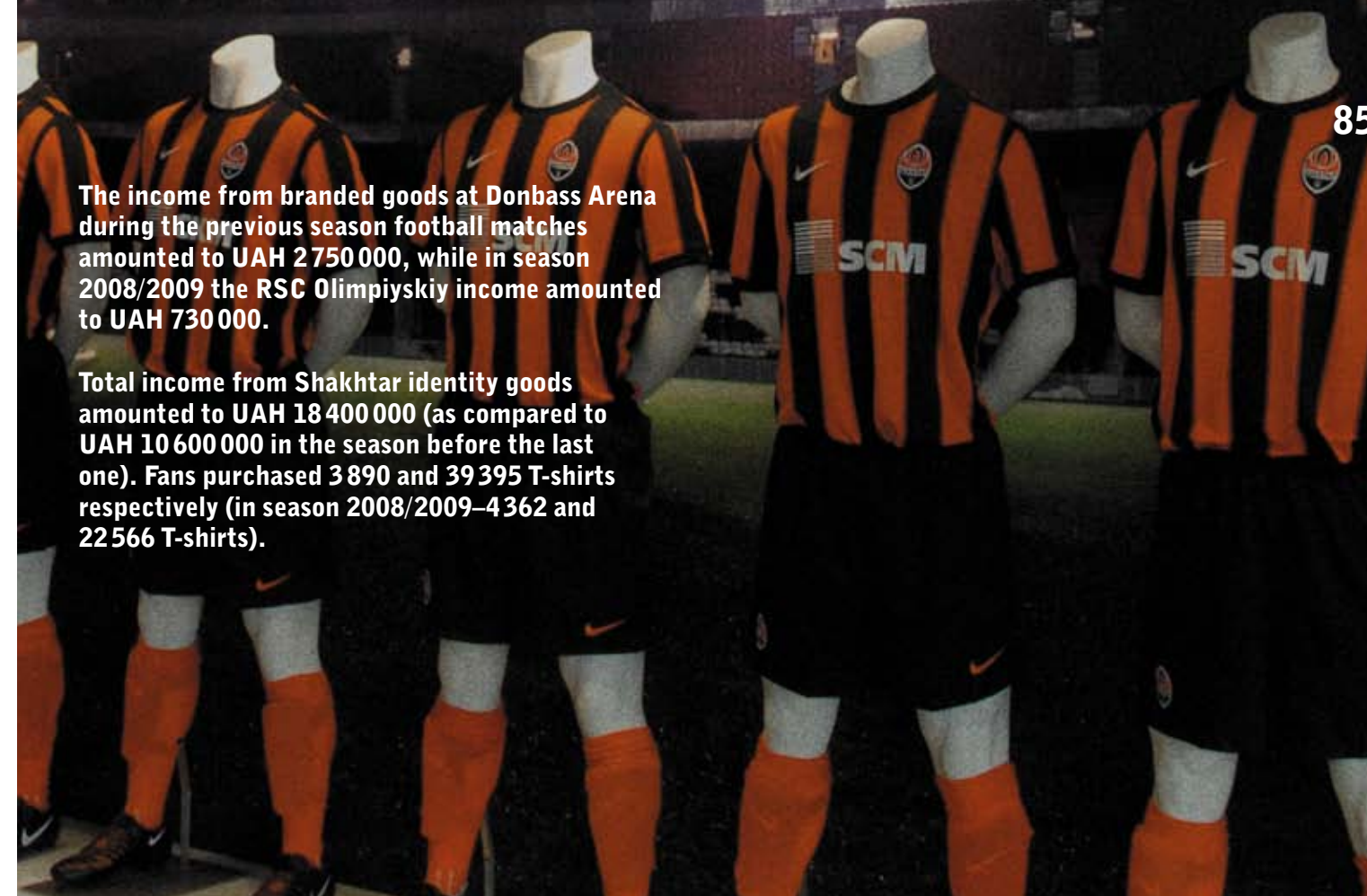


The shop offers more than 269 items of souvenirs and accessories and more than 160 items of sportswear and kit of Nike production. The first-ever service was introduced: when buying a branded T-shirt customers can order an immediate application of their surname and any number or the surname and the number of their favourite player.

Besides, the chain of branded shops within the structure of Shakhtar Trading LLC got enlarged by three more fan shops – in Kharkov, Kirovograd and Poltava.

COMMERCIAL ACTIVITY

IN TOTAL, OVER THIS PERIOD
3 980 BRANDED T-SHIRTS
AND 39 395 SCARVES WERE SOLD

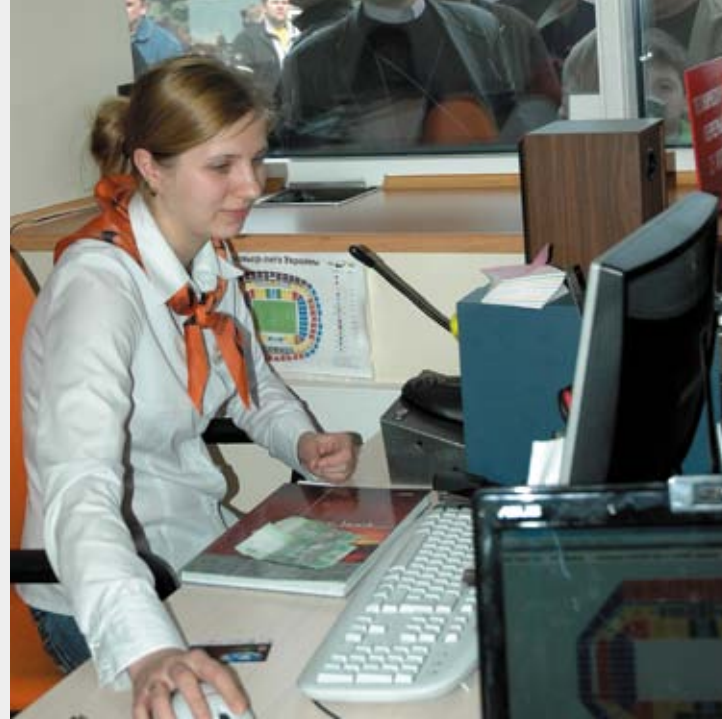


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The income from branded goods at Donbass Arena during the previous season football matches amounted to UAH 2 750 000, while in season 2008/2009 the RSC Olimpiyskiy income amounted to UAH 730 000.

Total income from Shakhtar identity goods amounted to UAH 18 400 000 (as compared to UAH 10 600 000 in the season before the last one). Fans purchased 3 890 and 39 395 T-shirts respectively (in season 2008/2009–4 362 and 22 566 T-shirts).

AN OPPORTUNITY EMERGED TO INCREASE INCOME BY INTRODUCING NEW AND IMPROVING EXISTING SERVICES AT THE NEW STADIUM



ONLINE SALE OF TICKETS TO DONBASS ARENA WAS LAUNCHED IN AUGUST 2009. THE PRICE OF THE CHEAPEST TICKET WAS UAH 10

2009 | 10

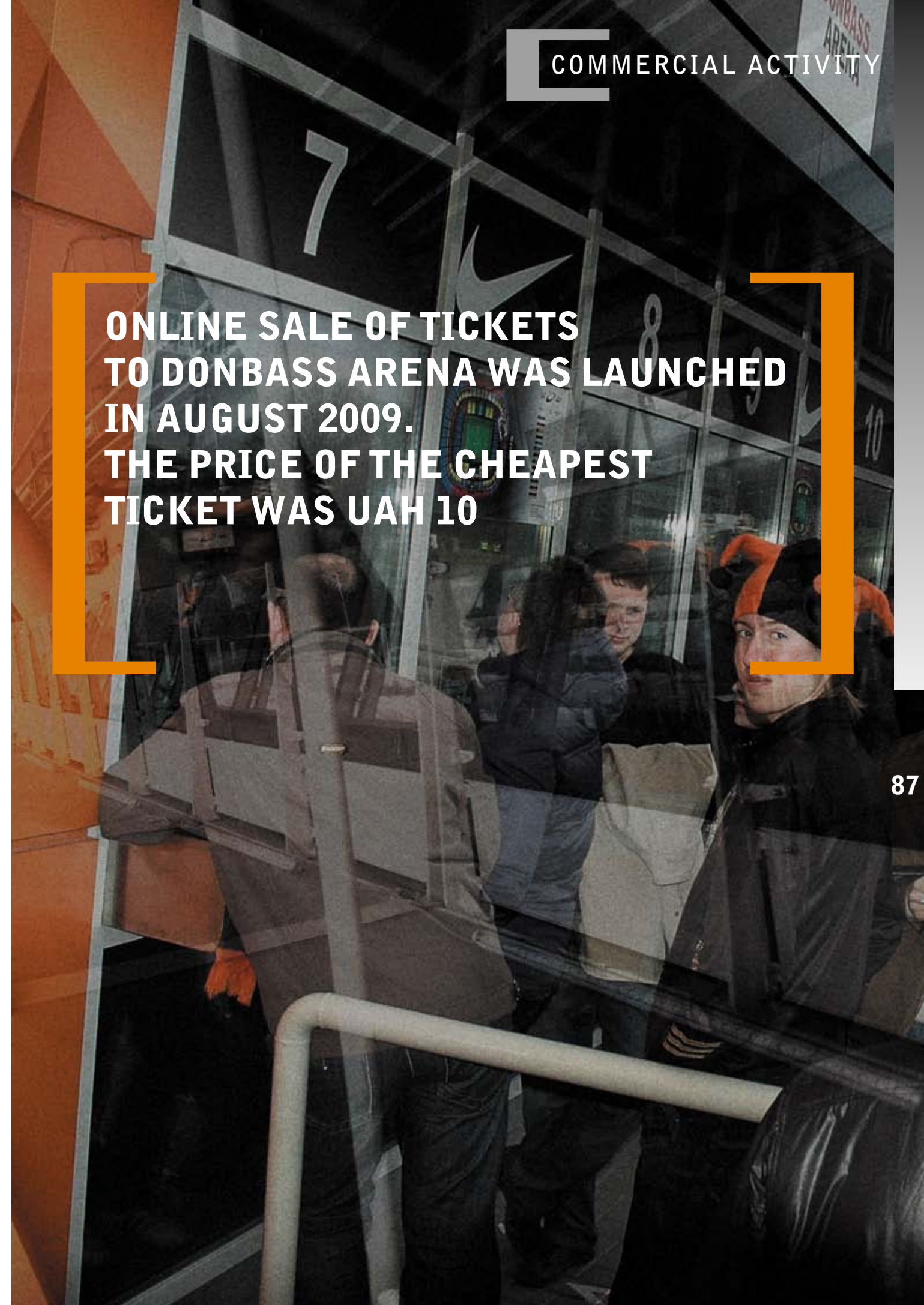
Tickets and season tickets

Over season 2008/2009 we sold 4500 season tickets, as compared to 17500 in season 2009/2010, which is four times as much. The income from tickets and season tickets totally amounted to more than UAH 26 000 000 (vs. UAH 11 600 000 in the previous season).

Online sale of tickets to Donbass Arena was launched in August 2009. The price of the cheapest ticket was UAH 10 (for the national championship and Ukrainian Cup matches).

The category segmentation for the season ticket owners was increased considering their needs and financial abilities. The season ticket price varied from UAH 185 to UAH 17 000.

Opening of the new stadium allowed to provide a new service for the fans – corporate box rental (with the seating capacity from 12 to 24). Corporate boxes can be used not only for watching the games but also for holding meetings, negotiations and business meals. Due to this in-demand offer the income from the corporate box sale amounted to UAH 33 000 000 over the season.



THE SUPERMODERN HOME ARENA ALLOWED TO ENLARGE THE NUMBER OF PARTNERS AND SPONSORS



2009 | 10

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Sponsors and TV broadcasts

All the team's matches were broadcast in Ukraine, 13 home matches of the Ukrainian championship in Russia; 12 in Romania; 9 in Poland; 2 matches were broadcast in the Middle East and North Africa; and 1 in Kazakhstan.



Sponsorship contracts were signed with Altera Group, Nestle, and Coca-Cola. The Philips Company, which became the provider of the famous huge scoreboards and other LEDs for Donbass Arena, have expressed their wish to continue the cooperation and to present their brand at the stadium. The right to broadcast the matches with FC Shakhtar was represented by the Ukrainian Premier League and consequently, in follow-up of the season results the Club's income amounted to UAH 3 800 000.

COMMERCIAL ACTIVITY

SPONSORSHIP CONTRACTS WERE SIGNED WITH ALTERA GROUP, NESTLE, AND COCA-COLA

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THE CLUB'S PHILOSOPHY REPRESENTS PHILOSOPHY OF THE INNOVATIVE COMPANY AND COMPLETELY CORRESPONDS TO THE MAIN OBJECTIVE 'TO BE ONE OF EUROPE'S TOP FOOTBALL CLUBS'

GYULNARA AKHMEDZHANOVA finance director

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What, in your opinion, distinguishes FC Shakhtar from other football clubs?

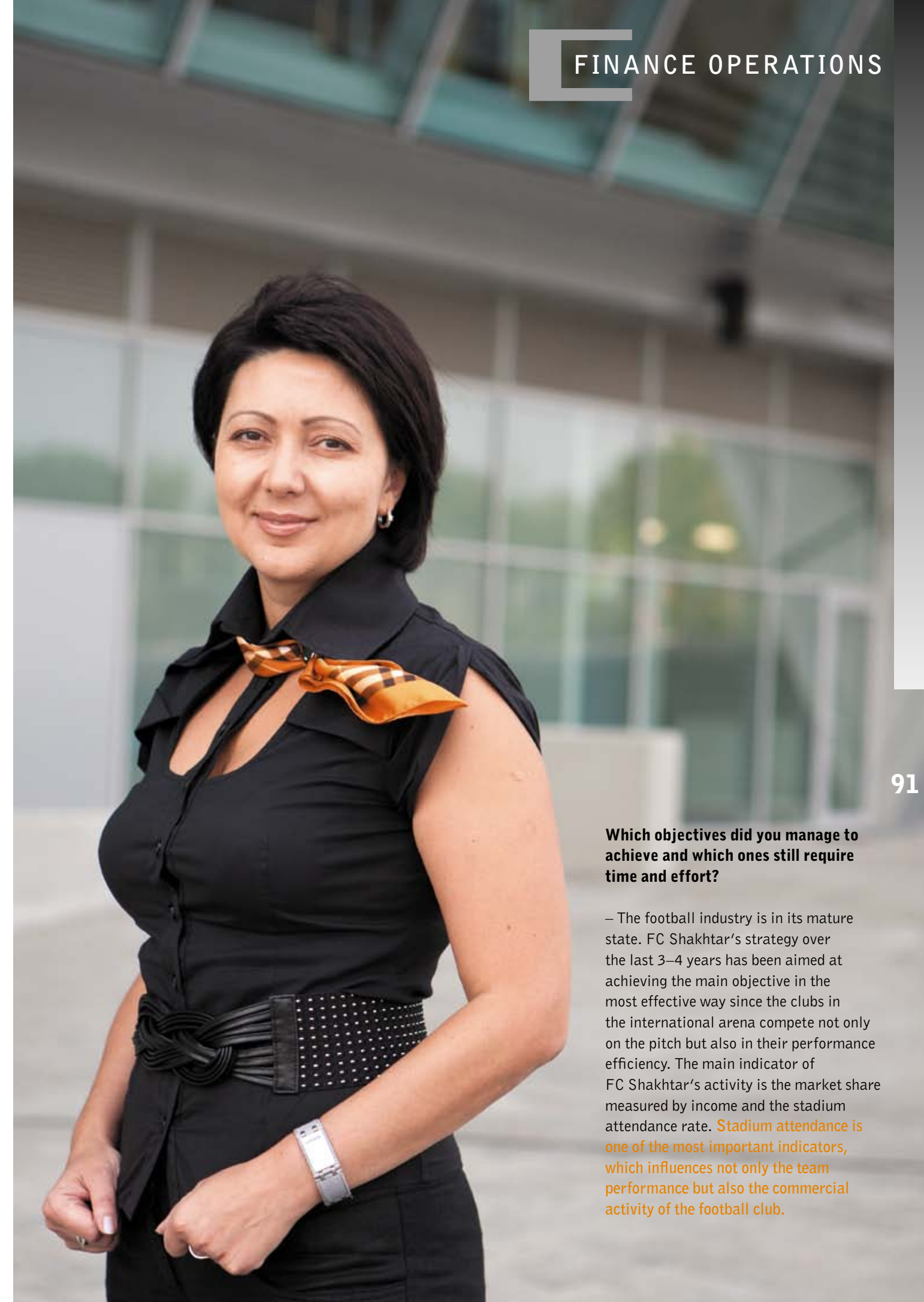
– The organization has existed as a football club for 74 years already and will soon celebrate its anniversary. However, the best results were achieved over the last 10 years. The progress is connected with Rinat Akhmetov – a man of big ambition – becoming the President of the club. Over these years, great investments were made to the club infrastructure and to purchase the players. The club's philosophy represents philosophy of the innovative company and completely corresponds to the main objective 'to be one of the best European football clubs', which was proved by winning the UEFA Cup in 2009.

Which of the last year's events made the greatest impression?

– Of course, it was the opening of Donbass Arena – the best sports arena in Europe. This arena has become the decoration and the honour of our city. There are not so many places for entertainment in our industrial region, but here you can find a lot of fascinating things for adults and schoolchildren. **It is pleasant that people travel in transit through Donetsk to admire the honour and the miracle of FC Shakhtar called Donbass Arena. As for Ukraine, it has got a bonus to its reputation and gained world prominence not related to its political activity.**

Which game of the previous season was the most memorable for you?

– The Shakhtar–Dynamo match. It was really unforgettable as it was exciting, full of emotions and spectacular performance. The spectators roared with delight. I would like such matches to be more frequent, and our fans can help us achieve this, giving all their love and devotion to Shakhtar. However, the fight for the place in the League Table is going on not only at the football pitch but also in the background. **All business directions (commerce and marketing) and services are aware of their responsibility for the team's victory. All the back-office employees use their abilities and make great efforts for the sake of achieving the main objective.**



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Which objectives did you manage to achieve and which ones still require time and effort?

– The football industry is in its mature state. FC Shakhtar's strategy over the last 3–4 years has been aimed at achieving the main objective in the most effective way since the clubs in the international arena compete not only on the pitch but also in their performance efficiency. The main indicator of FC Shakhtar's activity is the market share measured by income and the stadium attendance rate. **Stadium attendance is one of the most important indicators, which influences not only the team performance but also the commercial activity of the football club.**

FC SHAKHTAR HAS APPROACHED THE NEW MILESTONE OF UEFA REGULATIVE RULES ARMED AND REMAINS A COMPETITIVE BUSINESS STRUCTURE



GYULNARA AKHMEDZHANOVA
finance director

2009 | 10

Every year the competitive environment undergoes changes as the pool of teams representing their national championships changes every year. The uncertainty of the outcome is increased by the random draw. Under these circumstances financial experts often have to face the uncertain planning. That is why the emphasis in the work of the financial department was laid on developing a model of performance efficiency. Due to this in order to reduce relevant expenditures certain service directions were outsourced, and some of them underwent structural changes due to their integration. In other words, current club strategy is to seek expenditure reduction and optimisation of resource allocation.

In addition, the financial department provides the immediate support in management and control of adherence to the operating strategy, which stipulates enhanced operational efficiency and increased return on investment along with achievement of ambitious objectives.

We can say that FC Shakhtar has approached the new milestone of UEFA regulative rules well-prepared and remains a competitive business structure. The results of the club activity are reflected in the positive dynamics of financial indicators. The FC Shakhtar business activity in season 2009/2010 resulted in total income of UAH 557 400 000.

INCOME

UAH million

	SEASON 2008/2009	SEASON 2009/2010
PLAYERS SALE AND LOAN	109,1	375,1
INCOME FROM UEFA	97,6	53,2
COMMERCIAL ACTIVITY	72,8	129,1
TOTAL	279,5	557,4

EFFICIENT WORK OF SHAKHTAR FAMILY IS CRUCIAL FOR OUR TEAM'S SUCCESS

PERSONNEL

SVETLANA SLOBODIANUK head of HR and organizational development department

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What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– I cannot answer this question in a few words. We could enumerate differences in team names, players, style of playing... **But the main thing that distinguishes FC Shakhtar is its philosophy, based on the postulate 'Football is the universal celebration of human potential, aspirations and achievements.'** Our club has been preaching this philosophy over its entire lifetime. I would like to add that football is not just a sport. It is a feast which gives us a bright range of emotions! And every Shakhtar game is such a feast.

Which of the last year's events made the greatest impression?

– It is difficult to single out a particular event, but I can say that this year has passed under the Donbass Arena sign. The season 2009/2010 has become the first season on our new arena, significant in the history of the stadium itself as well as in the history of the team's performance.

Which game of the previous season was the most memorable for you?

– The match Shakhtar–Dynamo that took place on 5 May in Donetsk. Not only has it determined the new champion of Ukraine, but it also ended season 2009/2010 at Donbass Arena in a climax. And what a climax! **More than 50 000 fans supported their favourite team, each with flags and Shakhtar symbols, the whole stadium was drowned in orange colour... It was an amazing sight!**

Which objectives did you manage to achieve and which ones still require time and effort?

– We have managed to achieve... The victory! The victory in football and in the sphere of high quality customer services at the European-level stadium. The guests of Donbass Arena come to enjoy the football feast and our task is to ensure that nothing disturbs their elation. We have new aims ahead. Of course, they are ambitious, but the main task is to do our best for the Club to enter the 1/8 of the Champions League!

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TRAINING AND RECRUITMENT CENTRE WAS ESTABLISHED SIX MONTHS BEFORE THE GRAND OPENING OF DONBASS ARENA



SVETLANA SLOBODIANUK
head of HR and organizational
development department

2009 | 10

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The training and recruitment centre

One of the last year's main events was the opening of Donbass Arena and it received special attention. The training and recruitment centre (TRC) was established six months before the grand opening of Donbass Arena and its task was searching, selection, recruitment and training of the personnel involved in serving at public events. 1300 candidates for different positions (steward, fast-food worker, promoter, hostess, parking attendant, cleaner, animator, loader, worker, driver, etc) were selected within a very short period. These people were the first to meet the guests at the Donbass Arena opening ceremony, many of them still continue to take part in organizing and managing activities at the stadium.

The TRC working system is unique for our market. There are no similar structures within major sports objects in Ukraine. This is our exclusive experience. This centre allows the arena to recruit and train a large number of people without involving staffing agencies, which saves the company's resources.

The database of the Training and Recruitment Centre is an invaluable source of personnel reserves. Despite the fact that there is no personnel turnover (on average 95% of the personnel work permanently) among the staff engaged in organization of football matches, we continue to build up the database of candidates for different positions. The electronic database of more than 8000 CVs has been created over the season 2009/2010.

PERSONNEL

THE TRC WORKING SYSTEM IS UNIQUE
FOR OUR MARKET.
THERE ARE NO SIMILAR STRUCTURES
WITHIN MAJOR SPORTS OBJECTS
IN UKRAINE.
THIS IS OUR EXCLUSIVE EXPERIENCE

We also continue to train internal trainers and consultants, who would be ready to start active preparation for Euro 2012 at any moment both for the needs of our stadium and for providing other sports objects with consulting services.

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NUMEROUS HR PROJECTS WERE DEVELOPED AND LAUNCHED OVER THE SEASON 2009/2010



**ALL THIS SEEKS ONE BIG GOAL –
MAXIMUM EFFICIENCY
OF THE SHAKHTAR FAMILY’S WORK,
WHICH IS CRUCIAL TO THE SUCCESS
OF SHAKHTAR TEAM
AND THE COMFORT OF OUR FANS!**

2009 | 10

Main results

Numerous HR projects were developed and launched over the season 2009/2010. Thus, the following corporate trainings were organised and held:

- ‘Active Sales Techniques’ (32 people);
- ‘Training for Trainers’ – 13 temporary personnel trainers of main arena personnel groups (stewards, hostesses, parking attendants, cleaners, promoters) were trained to save resources on implementation of internal programmes and their presentation in the external market.

The following trainings were prepared and held:

- service standards and product knowledge for 22 cashiers;
- customer-oriented service for 860 temporary employees;
- complaint as a Gift training devoted to service quality at Donbass Arena for 750 temporary employees.

The project of personnel selection, recruitment and training for the opening of Tribunelounge was carried out: 62 people for 11 positions were selected, recruited and trained within 5 weeks.

The customer service standards were developed and implemented:

- at the Donbass Arena ticket offices;
- at the Fresh fitness centre;
- at the FC Shakhtar Fan Shop.

All this seeks one big goal – maximum efficiency of the Shakhtar family’s work, which is crucial to the success of Shakhtar team and the comfort of our fans!

THE BIGGEST ACHIEVEMENT IS THE SUCCESSFUL CLOSING OF MATUSALEM'S CASE THAT LASTED OVER THREE YEARS

ANDREY KHARITONCHUK head of legal department

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What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– It is the constant desire to be the best in any aspect of a modern football club.

It includes the sports results, working with fans, marketing, and business. We look up to the top European clubs as an example and it takes its effect. I think our fans have already felt that FC Shakhtar turned from the regional club into the top Ukrainian club which asserted itself in Europe.

Which of the last year's events made the greatest impression?

– I was impressed by the ending of the season. Few people believed that FC Shakhtar could lead the standings and leave FC Dynamo behind. During the whole season we focused on two championships – the Europa League and the Ukrainian League. The intrigue which lasted till the end of the season made the final especially spectacular.

Which game of the previous season was the most memorable for you?

– For me it was the Europa League match between FC Fulham and FC Shakhtar. Shakhtar's game was much more interesting and spectacular. Several attacks by our Brazilian players were perfect. The English mass media admired them; FC Fulham supporters wrote in their forums that the founders of football had a narrow escape. But the outcome of the match – Fulham's 2–1 win was disappointing, of course. This match was crucial, because it made clear who got to the next Europa League round.

LEGAL DEPARTMENT



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Which objectives did you manage to achieve and which ones still require time and effort?

– FC Shakhtar became recognized in Europe and won the Ukrainian championship for the fifth time. Surely this is a great success which means a lot. At the same time, FC Shakhtar never reached 1/8 of the UEFA Champions League. It will take them much more time and efforts but to my mind the result and the emotions which FC Shakhtar can give to its fans by playing in the Champions League are worth it. As for the goals of the Club's legal department... First of all, we hope for success in the case of Ilsinho's early termination of his contract with FC Shakhtar.

WE STARTED THE PROCESS OF INCREASING THE CHARTERED CAPITAL THROUGH ADDITIONAL SHARE ISSUE



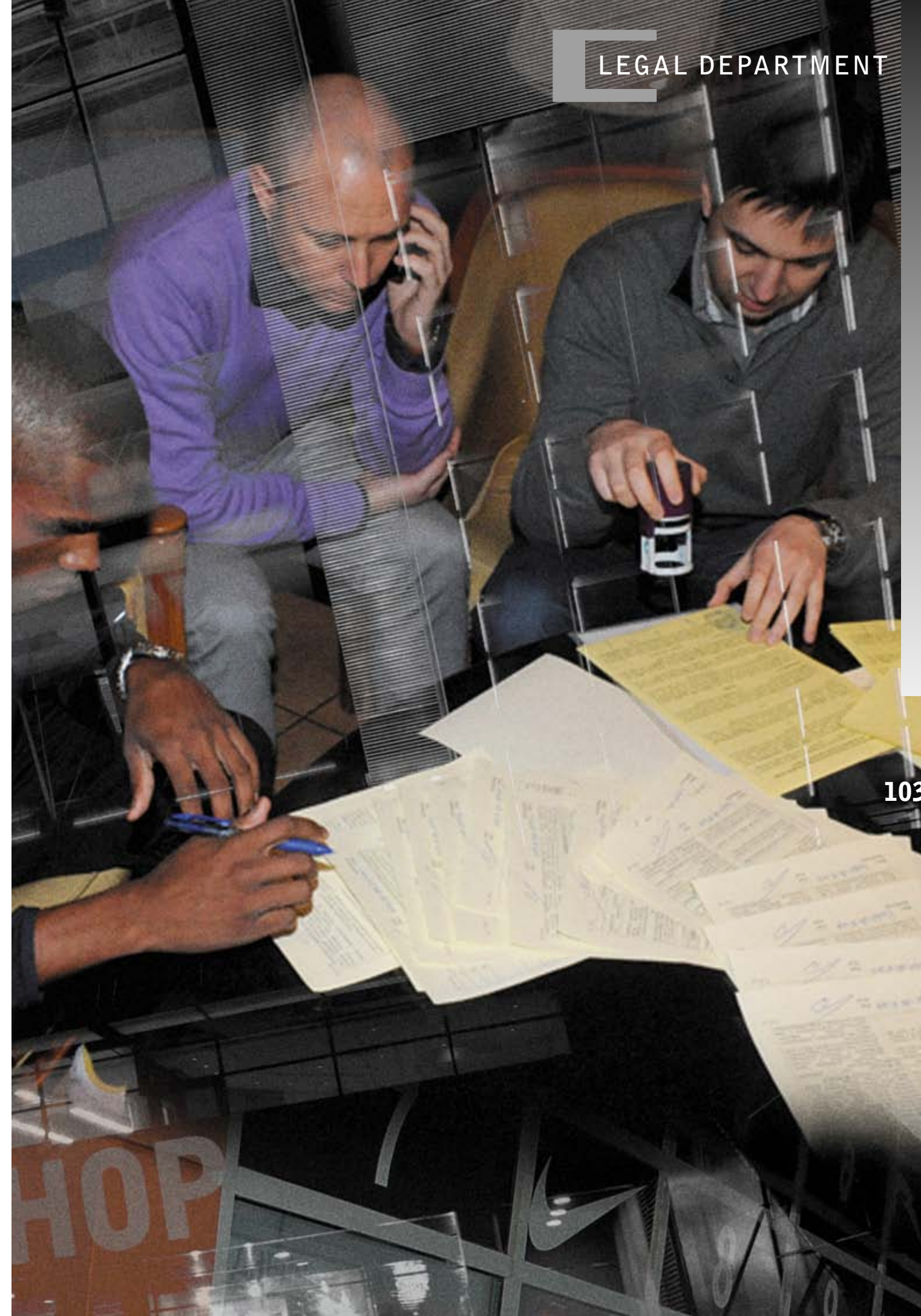
ANDREY KHARITONCHUK
head of legal department

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During the 2009/2010 season, FC Shakhtar Legal Department had a number of issues to work at. In particular, it examined all the economic agreements to make sure they complied with the applicable legislation and met the Club's interests; and brought the Club's activity in line with the new law On Joint Stock Companies. Besides, the Legal Department started the process of increasing the chartered capital through additional share issue.

In the nearest future the Legal Department is going to finish the process of increasing the Club's chartered capital, and register the additional share issue in Security and Stock Market State Commission. It also plans to successfully finish the legal trial against Ilsinho, ex-player of FC Shakhtar, at Court of Arbitration for Sport in Lausanne.

Looking at the previous season in general, the biggest achievement of the period is the successful closing of Matuzalém's case which lasted over 3 years. The Supreme Tribunal of Switzerland upheld the ruling of Court of Arbitration for Sport in Lausanne which bound footballer Francelino Matuzalém to pay EUR 11 858 934 to FC Shakhtar for early unilateral termination of the contract plus 5% to the debt sum starting from 5 July 2007.



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WE HAVE BEEN ATTACKING
AND THUS FORCING OUR COMPETITOR
TO DEFEND

RUSLAN MARMAZOV
head of the press office

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What, in your opinion, distinguishes FC Shakhtar from other football clubs?

– First of all, it is the fact that **FC Shakhtar is the best in the world.** At least, it is for me. People can change their profession, citizenship, home, family, name, faith; some people manage to change their race and nationality. But there are two things which it is impossible to change without the fatal outcome – the skin and the favorite club.

Which of the last year's events made the greatest impression?

– The season was really interesting and eventful. Of course, Donbass Arena opening was an outstanding event. But I would like to draw attention to something else. **Last year football community's attitude towards FC Shakhtar became evidently better. Now we are beyond dispute the best club in Ukraine and a highly respected team in Europe.** The rest is just details.

Which game of the previous season was the most memorable for you?

– For me it was the match between FC Barcelona and FC Shakhtar. It was the UEFA Super Cup game. I agree that usually people remember the victories and that time we lost. Nonetheless, I think that was a remarkable match. First of all the action on the pitch was remarkable. It was a head-to-head struggle where the great Barcelona appeared to be a little bit luckier.

Which objectives did you manage to achieve and which ones still require time and effort?

– After each challenge there is another one, even more attractive. Sounds ambiguous? But we are Eastern people... **In a few words, there are plenty of football trophies for us to win in the world. And a lot of cities to subdue. There is so much work to do.**

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FOR THE SECOND YEAR RUNNING, UKRAINIAN PREMIER LEAGUE HELD PROFESSIONAL CONTEST AMONG PRESS OFFICES OF FOOTBALL CLUBS



RUSLAN MARMAZOV
head of the press office

Two-time champions among the press offices

For the second year running, Ukrainian Premier League held the professional contest among press offices of football clubs. And for the second time running the colleagues recognized the FC Shakhtar Press Office as the best.



Shakhtar magazine



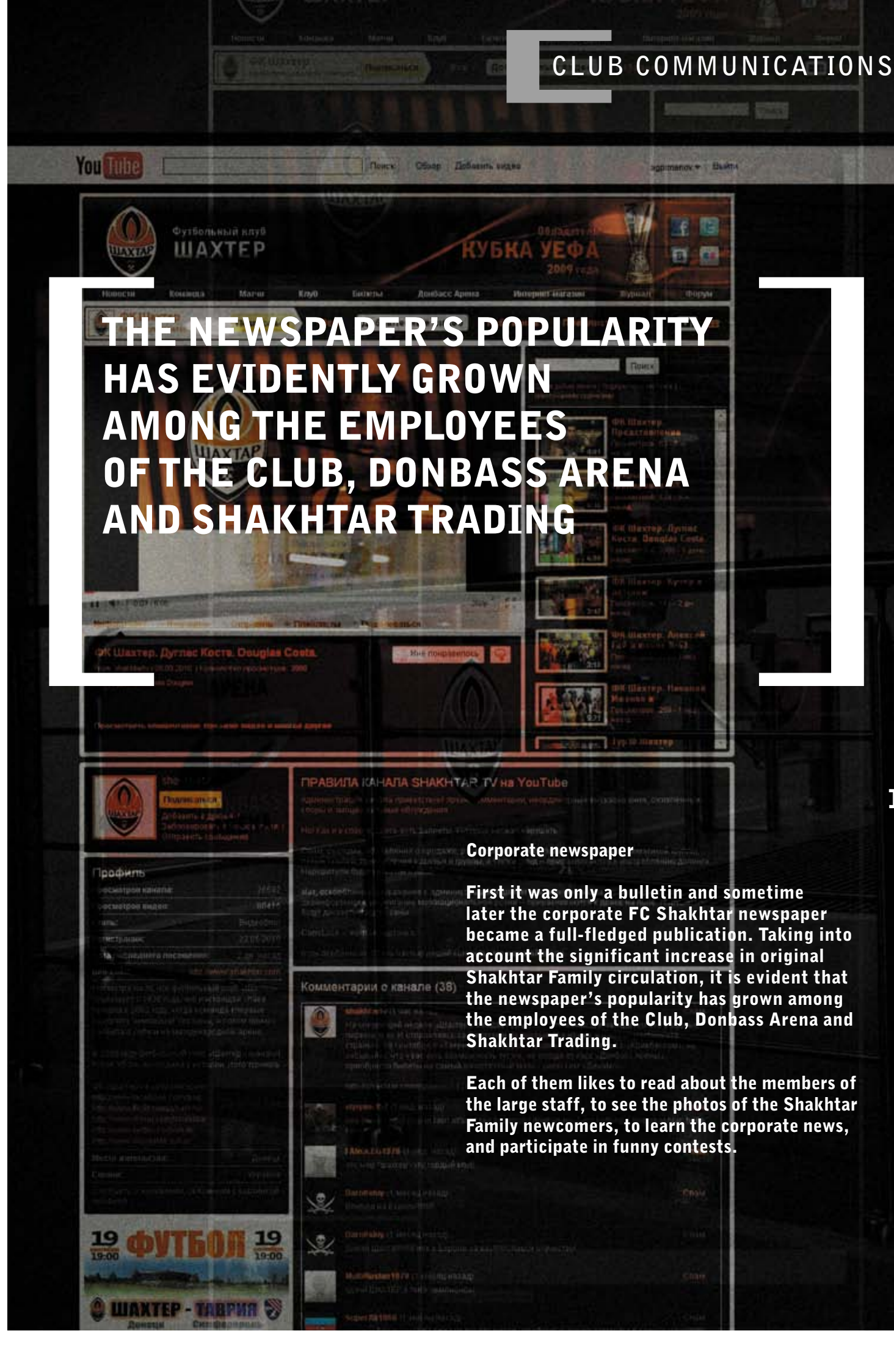
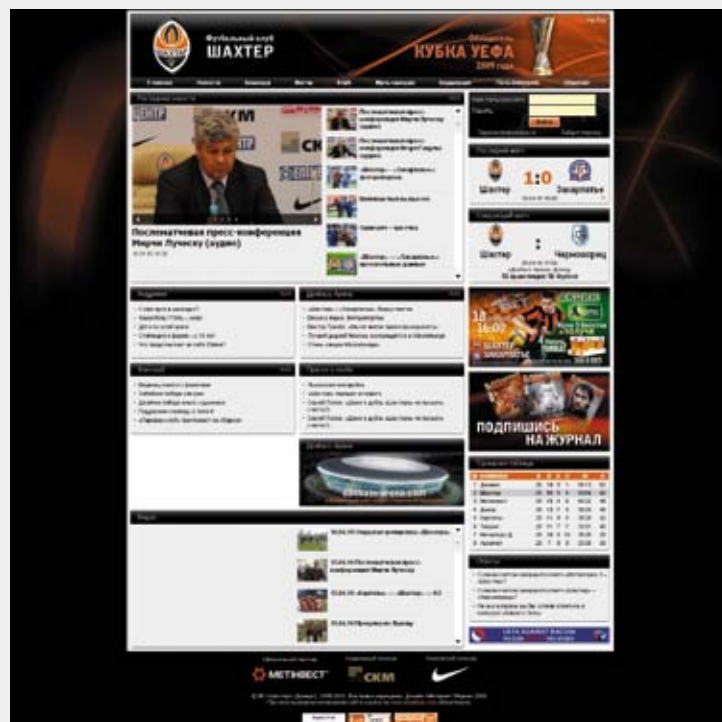
In August 2010, the 50th edition of FC Shakhtar official magazine was issued. Maybe it does not sound like an important anniversary but by far not every monthly publication can reach such a result in our fast-changing world. It means that the magazine made success, found its readers and gained trust.

FOR THE THIRD TIME, OUR MAGAZINE WON PRIZES IN THE PROFESSIONAL CONTEST HELD BY THE ASSOCIATION OF SPORTS JOURNALISTS OF UKRAINE

For the third time, our magazine won prizes in the professional contest held by the Association of Sports Journalists of Ukraine. In 2009, Shakhtar won in the nomination the Best Sports Magazine of Ukraine.

In 2008 it became the Best Sports Publication of Ukraine. At present, this successful project is being reorganized. The magazine's design is about to be updated.

OVER THE REPORTING PERIOD
THE OFFICIAL FC SHAKHTAR'S WEBSITE
WAS VISITED 9 540 122 TIMES



CLUB COMMUNICATIONS

THE NEWSPAPER'S POPULARITY
HAS EVIDENTLY GROWN
AMONG THE EMPLOYEES
OF THE CLUB, DONBASS ARENA
AND SHAKHTAR TRADING

2009 | 10

The Club's official web-site

The most efficient of FC Shakhtar's mass media is the Club's official website which has its own eventful life. This is a source of information on the country's champions for journalists, fans and the whole football world. Match reports, footballers' and coaches' interviews, posts on promotional events, on-line conferences, live broadcasts and interactive communication with fans are always available on www.shakhtar.com.

Certainly, the main rating factor for a website is the number of its users. Over the reporting period the official FC Shakhtar's website was visited 9 540 122 times. Just for comparison: a season ago this rate amounted to 5 898 367. It had a more than 60% increase.

FC Shakhtar in social networks

The novelty of the season: now FC Shakhtar is represented in popular social networks. One month after registration on the web-site V Kontakte the Club's group enlarged to 7 712 people. And the number of members keeps growing.

There are lots of FC Shakhtar videos on YouTube site. Vast information can be easily found on Facebook, Twitter, Flickr, ISSUU.

Corporate newspaper

First it was only a bulletin and sometime later the corporate FC Shakhtar newspaper became a full-fledged publication. Taking into account the significant increase in original Shakhtar Family circulation, it is evident that the newspaper's popularity has grown among the employees of the Club, Donbass Arena and Shakhtar Trading.

Each of them likes to read about the members of the large staff, to see the photos of the Shakhtar Family newcomers, to learn the corporate news, and participate in funny contests.

FC SHAKHTAR IN FIGURES

FC SHAKHTAR SCORED **97 GOALS**, AND CONCEDED 31 GOALS IN THE OFFICIAL MATCHES

17 500 SEASON TICKETS SOLD, INCLUDING SEASON TICKETS FOR CORPORATE BOXES

DONBASS ARENA HOSTED **18 MATCHES** OF FC SHAKHTAR: 4 – THE EUROPA LEAGUE MATCHES, 13 – THE PREMIER LEAGUE MATCHES AND 1 – THE UKRAINIAN CUP MATCH

THE TOTAL ATTENDANCE RATE OF FC SHAKHTAR MATCHES ON DONBASS ARENA IS **626 600**

THE AVERAGE ATTENDANCE RATE AT THE UKRAINIAN CHAMPIONSHIP MATCHES IS **27 324**

39 395 FC SHAKHTAR SUPPORTER'S SCARVES WERE SOLD

3 890 FOOTBALL T-SHIRTS WERE SOLD

FC SHAKHTAR SCORED **30 GOALS** IN THE FIRST HALF AND 32 IN THE SECOND HALF IN THE MATCHES OF THE PREMIER LEAGUE 2009/2010

77 000 PLANTS GROW IN DONBASS ARENA PARK

THE RECORD ATTENDANCE OF **52 518 VISITORS** WAS AT THE ROUND 29 MATCH FC SHAKHTAR VS. FC DYNAMO

IT TAKES THE SPECTATORS LESS THAN **AN HOUR** TO OCCUPY ALL THEIR SEATS IN THE STANDS

24 FIRST-AID STATIONS OPERATE ON DONBASS ARENA AT THE SAME TIME

267 M IS THE TOTAL LENGTH OF THE LED ELECTRONIC ADVERTISING BOARDINGS

THE TOTAL AREA OF DONBASS ARENA'S GLAZED FACADE IS **24 000 SQ.M**, AND THE AREA OF THE NATURAL PITCH COVER IS **7 992 SQ.M**

189 PRINTED MASS MEDIA AND OTHER TYPES OF MEDIA FROM UKRAINE, RUSSIA, ITALY, THE CZECH REPUBLIC, ROMANIA, POLAND, AND ENGLAND WERE ACCREDITED FOR THE OPENING CEREMONY

92 SQ.M IS THE DISPLAY SURFACE OF EACH OF THE 2 GIANT LED SCREENS

1 500 VOLUNTEERS PARTICIPATED IN THE BIGGEST CHOREOGRAPHIC PERFORMANCE IN UKRAINE WHICH WAS THE PART OF DONBASS ARENA OPENING SHOW

34 362 PEOPLE VISITED THE NEW STADIUM UNDER THE EXCURSION TOUR