

Wimbledon Football Club Supporters' Society Ltd
("The Dons Trust")

The Board proposes the following Resolutions to be presented to the Special General Meeting of the Dons Trust on 30th September 2004

First Resolution

It is proposed:

That the Dons Trust Board should be authorised to vote in favour of a resolution to be tabled at the first AGM of AFCW PLC ("the PLC), authorising the PLC board to allot additional shares to the Wimbledon Football Club Supporters' Society Ltd ("the Society"), and only to the Society. The consideration for the shares to be allotted may be by whatever means the PLC board considers to be appropriate but specifically can include the capitalisation of loans from the Trust to the PLC.

Furthermore, that the Dons Trust board is not authorised to vote for any future proposed allotment of shares in AFCW PLC, or any allotment of shares in any other subsidiary company, without the prior approval from a majority of Society members by way of a resolution at a General Meeting of the Society.

Second Resolution

It is proposed:

That the Dons Trust board should be instructed to carry out a review of the risks and benefits of allotting shares to a wider range of bodies, or individuals, than the Society alone and that a recommended policy should be presented for debate and vote at a future General Meeting of the Society. The board notes that the outcome might be that shares should only be issued to the Society.

Note: The above Resolutions require a simple majority of votes cast to be passed at the meeting. Please find attached Proxy Form for your use if you are unable to attend the meeting.