

The AGM of the members of the Wimbledon Football Club Supporters' Society Ltd will be held at The Cherry Red Records Stadium, Jack Goodchild Way, 422a Kingston Road, Kingston upon Thames, Surrey, KT1 3PB on Thursday 21<sup>st</sup> December 2017 at 7.30pm.

**ANNUAL GENERAL MEETING  
AGENDA**

**1. Approval of August 2017 SGM minutes** (2017 AGM - Item 1)

**2. Results of Election to the Society Board (ESG)** (2017 AGM - Item 2)

**3. Dons Trust 2016/17 Annual Report and Accounts** (2017 AGM - Item 3)

In issuing this notice and in accordance with paragraph 5a) of the Schedule to Rule 22 of the Constitution, the Secretary certifies that none of the Resolutions constitute a Restricted Action. All Resolutions will be subject to a simple majority vote.

**Resolution 1:** To approve the Society's annual report and accounts for the year ended 30 June 2017.

**Resolution 2:** To reappoint BDO LLP as auditors of the Society for the year to 30th June 2018.

**4. Resolutions to be taken by the Board for the AFCW PLC Meeting** (2017 AGM - Item 4)

**Resolution 3:** To authorise the Dons Trust Board to review the AFCW PLC accounts and, if appropriate in the light of that review, to cast the Trust's votes in favour of approving the PLC accounts at its Annual General Meeting.

**Resolution 4:** That the Dons Trust Board should be authorised to cast the Dons Trust's vote at this year's AGM of AFCW PLC in favour of approving the reappointment of BDO LLP as auditors of the PLC for the year to 30 June 2018.

**Resolution 5:** That the Dons Trust Board should be authorized to cast the Dons Trust's vote at this year's AGM of AFCW PLC in favour of the following special resolution for the 'Authority to allot A Ordinary shares':

*'That, in accordance with section 551 of the Companies Act 2006, the directors be hereby generally and unconditionally authorised to allot further A Ordinary shares of £0.01 each up to an aggregate nominal amount of £9,366 to such persons as and at such times as they think proper providing that such authority shall expire (unless previously reviewed varied or revoked by the company in general meetings) after the prescribed period which shall be twelve months from the date of this resolution.'*

**Resolution 6:** That, subject to Resolution 5 being passed, the Dons Trust Board be authorised to cast the Dons Trust's vote at this year's AGM of AFCW PLC in favour of the following special resolution for the 'Disapplication of pre-emption rights in relation to A Ordinary shares':

*'That, in accordance with section 570 of the Companies Act 2006, the directors be and are given the general power to allot A Ordinary shares of £0.01p each for cash, pursuant to the authority conferred by resolution 7 up to an aggregate nominal amount of £9,366 at any time for the prescribed period of twelve months from the date of this resolution as if the statutory pre-emption rights in section 561(1) of the Companies Act 2006 did not apply to any such allotment.'*

**Resolution 7:** To consider the following resolution as a special resolution:

*In accordance with paragraph 104.1 of the company's Articles of Association, to authorise the Board to obtain borrowings of up to £7 million to assist in the acquisition and construction of a new stadium and to grant a charge against that stadium as security for the borrowing, notwithstanding that when the borrowings are incurred the aggregate amount owing by the Group (being the Company and all its subsidiaries and subsidiary undertakings), in respect of moneys borrowed (exclusive of moneys borrowed by the Company or any of its subsidiaries and subsidiary undertakings from any other of such companies) may exceed a sum equal to two times Equity Shareholders' Funds as shown in the Company's audited annual accounts for the previous financial year.*

**Resolution 8:** That the Dons Trust Board should be authorised to cast the Dons Trust's vote at this year's AGM of AFCW PLC in favour of approving re-electing Iain McNay and Nigel Higgs as directors. They are each retiring by rotation in accordance with the company's articles of association.

**5. Presentation from Philip Rudling (AFC Wimbledon Foundation Director)**

**6. Presentation from Football Club Board: New Stadium Update**

**7. General Q&A: DTB Members**

**8. Any Other Business**