



A Special General Meeting of the members of the Wimbledon Football Club Supporters' Society Limited (The Dons Trust) will be held on Monday 22 April at **7.00pm**.

Please note earlier than usual start time

The meeting will take place at Plough Lane and online

AGENDA

1. Welcome and Introduction

Test - vote on a topical question so that members are familiar with Zoom voting.

2. Approval of AGM minutes

Resolution 1: To approve the minutes of the AGM on 18 December 2023.
(Paper 1)

3. Other Dons Trust voting at AFCW PLC Special General Meeting on 13 May 2024

The Dons Trust Board recommends members vote in favour of resolutions 2-7

Resolution 2: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Special General Meeting in favour of approving the Special resolution to change the structure of the AFCW PLC board to provide more flexibility for future new board additions **(Paper 2 & 3)**.

Resolution 3: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Special General Meeting in favour of approving the Special resolution to amend the Articles of Association of AFCW PLC to provide protection to the voting rights of the Dons Trust (the Society) to always be in the majority of 50.01% *(noting the specific provision in the Dons Trust constitution which provides for a further specific Dons Trust member vote being required prior to action being taken before the voting rights of the Dons Trust in AFCW PLC can fall below 75%)* **(Paper 2 & 3)**.

Resolution 4: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Special General Meeting in favour of approving the Special resolution to provide a limit of any non-Society party's holding of the voting rights in AFCW PLC to 15% **(Paper 2 & 3)**.

Resolution 5: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Special General Meeting in favour of approving the Special resolution to prevent a transfer of shares in AFCW PLC where the party receiving the shares would then hold more than 15% of the voting rights in AFCW PLC **(Paper 2 & 3)**.

Resolution 6: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Special General Meeting in favour of approving the Special resolution to

update the articles of AFCW PLC to reflect changes in the Companies Act 2006 **(Paper 2 & 3)**.

Resolution 7: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Special General Meeting in favour of approving the Special resolution seeking shareholders of AFCW PLC's consent to send or supply documents and information (Documents and Information) to them in electronic form and via a website, as well as amending the articles of association to permit such forms of communication **(Paper 2 & 3)**.

4. General Discussion with Members

5. Any Other Business

Please note that, for this meeting, the Chair intends to declare a poll in respect of each of the resolutions to be voted upon. Members will be invited to cast their votes in person and online at the meeting, and these votes will be added to the proxy votes received beforehand via duly submitted proxy forms, either in paper or online. **In order to ensure that there is no double-counting, the results of the votes will be confirmed and published after the meeting.**

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 listed above constitutes a Restricted Action. All of the Resolutions are subject to a simple majority vote.

By order of the Board

**Andrea Knox,
Secretary, The Dons Trust**